

# APCO OKLAHOMA CHAPTER BYLAWS

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## DATE EFFECTIVE

October 6, 2020

# ARTICLE I: MEMBERSHIP CLASSIFICATION

## Section 1. General Guidelines:

- 1.1 APCO is an Association of individuals. The membership of this organization shall be open to persons of good character who meet its membership requirements as set forth in Bylaws Article I and II. The membership shall be divided into groups or classifications as set forth by the Association of Public Safety Communications Officials International, Incorporated (hereafter referred to as "the Association"). Membership groupings and classifications of the Chapter shall strictly adhere to include only those authorized by Bylaws and Policy Manual of the Association.
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- 1.2 Application for membership shall be made on the Association's website and processed in accordance with the Association's Bylaws and Policy Manual.
- 1.3 Members shall be admitted in strict conformity with the classifications requirements of the Association. Membership shall not be denied on the basis of race, color, religion, sex, sexual orientation, national origin, ancestry, age, marital status, or disability. Chapter members are members of the Association.
- 1.4 Pursuant to all criteria promulgated by the Association, any eligible classification of member may have the term "Life" associated with it and be thereby entitled to benefits proscribed by the Association.
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- 1.5 As allowed by the Association Bylaws and Policy Manual the term "Chapter Honorary" or "Chapter Life" may be applied to qualifying members.

## Section 2. Qualifications:

- 2.1 Membership classifications shall be drawn from the Association Bylaws and Policy Manual and automatically adhere to any changes made in those documents.
- 2.2 Membership in the Association shall be open to persons in good standing who satisfy the requirements of the Membership Policy as established and amended by the Membership Quorum.
- 2.3 Voting Rights. All persons in a voting-eligible category of Membership are entitled to one vote on each matter submitted to a vote under the Membership Quorum.
- 2.4 Full membership is available to all residents of the State of Oklahoma who are:
- 2.4.1 Employed in an advisory, supervisory, management, support, or operational position in organizations of public safety communications systems.

2.4.2 Member in this category may receive a substantial portion of their income, as determined by the Chapter Executive Committee, from commercial sources engaged in supplying goods or services to Safety Communications departments or agencies.

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2.5 Non-Voting membership is available to those who do not meet the criteria of voting or commercial members and are directly involved in the enhancement, training, support and efficient operation of public safety communications. This specifically includes those who may meet the Voting member criteria but choose not to take part in the governing of the organization. However those eligible for Commercial membership are hereby excluded for eligibility as a Non-Voting member.

2.6 Commercial membership is available to residents of the State of Oklahoma engaged in commercial enterprise, including but not limited to the sale of goods, training or personnel, and/or providing consultation services or those so engaged in commercial activities within the State of Oklahoma.

2.7 Any and all additions, deletions or changes to membership categories, titles, or qualifications incorporated into the Association Bylaws or Policy Manual shall automatically and immediately become an integral part of this document.

## **ARTICLE II: CHAPTER ELECTIONS: ELEGIBILITY, EXECUTIVE COMMITTEE, ELECTION PROCEDURES, TERMS, IMPEACHMENT**

### Section 1. Eligibility:

1.1 Only members who hold Full membership status in this Chapter and reside in the State of Oklahoma, as defined by the Association may be considered for the position of Chapter President, Chapter First-Vice President (President-Elect), Second-Vice President, Secretary, Treasurer, or Executive Council Representative.

1.2 Any Chapter member may hold the position of Chapter Central State Representative, Northeast State Representative, Northwest State Representative, Southeast State Representative, or Southwest Representative.

1.3 The Central State Representative shall work in a location within the State of Oklahoma and located within one of the following counties: Canadian, Cleveland, Garvin, Grady, Lincoln, Logan, McClain, Murray, Oklahoma, Payne, Pottawatomie, Seminole.

1.4 The Northeastern State Representative shall work in a location within the State of Oklahoma and located within one of the following counties: Adair, Cherokee, Craig, Creek, Delaware, Kay, Mayes, Muskogee, Noble, Nowata,

Washington Okfuskee, Okmulgee, Osage, Ottawa, Pawnee, Rogers, Tulsa, Wagoner,

1.5 The Northwestern State Representative shall work in a location within the State of Oklahoma and located within one of the following counties: Alfalfa, Beaver, Blaine, Cimarron, Dewey, Ellis, Garfield, Grant, Harper, Kingfisher, Major, Roger Mills, Texas, Woods, Woodward.

1.6 The Southeastern State Representative shall work in a location within the State of Oklahoma and within one of the following counties: Atoka, Bryan, Choctaw, Coal, Haskell, Hughes, Johnston, Latimer, LeFlore, Marshall, McCurtain, McIntosh, Pittsburg, Pontotoc, Pushmataha, Sequoyah.

1.7 The Southwestern State Representative shall work in a location within the State of Oklahoma and located within one of the following counties: Beckham, Caddo, Carter, Comanche, Cotton, Custer, Greer, Harmon, Jackson, Jefferson, Kiowa, Love, Stephens, Tilman, Washita.

## Section 2. Executive Committee:

2.1 The Chapter Executive Committee shall be comprised of the following elected officers: Chapter President, Chapter First-Vice President (President-Elect), Chapter Secretary, Immediate Past President, Chapter Second-Vice President, Chapter Chapter Treasurer and Executive Council Representative.

2.2 The Offices of Chapter President and Chapter First-Vice President shall be filled by advancement in rank unless otherwise provided herein. The Second-Vice President, Secretary, Treasurer, Central State Representative, Northeast State Representative, Northwest State Representative, Southeast State Representative, and Southwest Representative shall be elected annually.

2.3 The Office of Executive Council representative shall be elected bi-annually in even numbered years.

2.4 Elections shall be held in October of each year. Elections results will be publicly announced at the Annual Public Safety Conference business meeting.

2.5 The Secretary, Treasurer, Executive Council Representative, Central State Representative, Northeast State Representative, Northwest State Representative, Southeast State Representative, and Southwest Representative may succeed themselves.

## Section 3. Election Procedures:

3.1 Positions in this Chapter shall be elected by nominations submitted by Chapter Full members.

- 3.2 The Immediate Past President will send out nomination forms by July 15<sup>th</sup> of each year.
- 3.3 Nomination forms shall be turned in by August 1<sup>st</sup> of each year to the Immediate Past President.
- 3.4 Ballots will be sent out to full chapter members one month (30 days) prior to the first day of the Annual Conference.
- 3.5 Voting will close and ballots will be counted and validated the day following the first business meeting at the Annual Conference. The Immediate Past President will validate votes with a second validation by the CCAM.

#### Section 4. Term of Office:

- 4.1 Officers shall automatically assume office at the Annual Chapter Conference.
- 4.2 The outgoing Chapter President or a Chapter past President or a member of the Association Board of Officers shall administer the Oath of Office to incoming officers during the Annual Chapter Conference.

#### Section 5. Removal of Officers:

- 5.1 The removal of any officer shall require a two-thirds (2/3) majority vote of the Executive Committee provided that any such vote of the Executive Committee may be reversed by a simple majority vote of the voting members of the Chapter.
- 5.2 Any officer removed from office may initiate an appeal to such removal to Chapter President or Executive Council Representative.
- 5.3 Appeal may only be considered if filed with the Chapter Secretary in writing within ten (10) calendar days of the Executive Committee vote. Such appeal must be submitted via certified mail and the date of mailing shall be considered the date of submittal.
- 5.4 In event of such an appeal, the Executive Committee shall call a special meeting and make allowances for an open discussion and vote.
- 5.5 Such meeting shall be held at a time and place mutually agreeable to the Executive Committee and the officer filing but in no case more than 60 calendar days from the date of receipt of notice by the Secretary.
- 5.6 All members of the Chapter shall be notified by first-class mail at their last know address of such a special meeting, such notification to note the subject, date, time and place of the meeting and be placed in the mail no later than 10 calendar days from receipt of notice of appeal by the Chapter Secretary.

- 5.7 Failure of an officer to appeal or schedule meeting within 14 days of receiving a receipt of the decision of the Executive Committee is final.
- 5.8 Failure of the Executive Committee to accept an appeal, call a meeting or notify members of such an appeal in a timely fashion shall immediately nullify the removal of the affected officer.

## **ARTICLE III: OFFICERS: AUTHORITIES, DUTIES, AND PROCEDURES**

### **Section 1. President:**

- 1.1 Duties: In addition to other such duties as may be required by the responsibilities of the office, the president shall:
  - 1.1.1 Preside at all business meetings;
  - 1.1.2 Be an ex-officio member of all committees of this Chapter;
  - 1.1.3 Preside at the Annual Chapter Conference;
  - 1.1.4 Appoint Committees in accordance with these Bylaws;
  - 1.1.5 Keep the membership appropriately informed;
  - 1.1.6 Make appointments to fill vacancies in office;
  - 1.1.7 Set goal, policies and pursue purpose;
  - 1.1.8 Shall appoint the Chapter's CCAM.
- 1.2 Authority: The President shall have the authority to:
  - 1.2.1 Carry out all duties of the office;
  - 1.2.2 Engage the services of legal counsel in accordance of Article VII of these Bylaws;
  - 1.2.3 Poll or call the Executive Committee or any Committee into session;
  - 1.2.4 Require, enforce and rule in parliamentary procedures.

### **Section 2. First Vice-President (President-Elect):**

- 2.1 The First Vice-President shall perform all the duties of the President in the absence of the President;
- 2.2 During the term of office contact prospective committee chairpersons and members for the following year, and have the appointments ready for presentation after taking office as President;
- 2.3 Participate in Executive Committee responsibilities as assigned by the President of Executive Committee;
- 2.4 Shall attend the annual APCO National Conference as an official representative of the Chapter and attend the Chapter President workshop, if funds allow and approved by a majority vote of the Oklahoma APCO board.

- 2.5 Shall co-chair the Annual Conference with a designee of OklaNENA.

### Section 3. Second Vice-President:

- 3.1 The Second Vice-President shall perform all the duties of the First Vice-President in the absence of the First-Vice President;
- 3.2 Participate in Executive Committee responsibilities as assigned by the President or Executive Committee;

### Section 4. Secretary:

- 4.1 The Secretary shall serve as Secretary to the Executive Committee and the Chapter at all business sessions;
- 4.2 Keep minutes of all Chapter and Executive Committee meetings, providing those minutes at each successive meeting and posting to website within two (2) weeks of meeting.
- 4.3 Maintain all such minutes of all meetings in their original form for a minimum of seven (7) years.
- 4.4 Keep a complete membership roll of the Chapter, furnishing updated listings at frequent intervals to the Chapter President, First and Second Vice- Presidents, Executive Council Representative and appropriate committee chairs.
- 4.5 Keep physical control of Chapter records including minutes of all past meetings, Chapter Charter and any and all appropriate City, County, State or Federal documents necessary for proper operation of the Chapter and provide to the Chapter Historian as well.
- 4.6 Shall be responsible for providing Chapter news, including announcement of Chapter meetings, on the website.

### Section 5. Treasurer:

- 5.1 The Treasurer shall receive all funds belonging to the Chapter;
- 5.2 Maintain bank accounts for the orderly processing of funds and operation of the Chapter;
- 5.3 Pay from those accounts all Chapter obligations as prescribed by the Chapter or upon orders from the Executive Committee during intervals between Chapter Meetings
- 5.4 Prepare a financial written report and present it at each meeting, making financial records available to the Executive Committee for auditing purposes. A written copy shall be provided to the Chapter Secretary;

- 5.5 Promptly deliver all monies and active records as described in the following section to the successor or to whomever the Chapter Executive Committee may designate to receive them;
- 5.6 Maintain all financial records in their original form for a minimum of seven (7) years.
- 5.7 The Treasurer shall be bonded, at the Chapter's expense and that bond maintained, at the Chapter's expense, throughout the Treasurers term of office. The Bond for Treasurer must be renewed or applied for as soon as possible following the Annual Chapter Conference. If an elected Treasurer cannot obtain a Bond, the individual must vacate the office and the President fill the resulting vacancy. The arrangement for the Bond shall be made by the newly elected or re-elected Treasurer and must be approved by the President before the Chapter will be obligated to pay (reimburse) for the Bond.

## Section 6. Chapter Representatives:

- 6.1 There shall be five (5) Chapter Representatives elected to represent the members of the chapter.
- 6.2 For purposes of representation, the State of Oklahoma shall be divided into five (5) districts, Central State Representative, Northeast State Representative, Northwest State Representative, Southeast State Representative, and Southwest Representative
- 6.3 The boundary between the regions is listed in Section 1: Eligibility.
- 6.4 The representatives shall have such responsibilities as assigned by the Chapter President and provide updates from the area of representation to the council.

## Section 7. Executive Council Representative:

- 7.1 The Executive Council Representative shall strive to promote the Oklahoma point of view to the Association and represent the Chapter on the Association Executive Council;
- 7.2 Shall attend the annual Executive Council meetings as an official representative of the Chapter;
- 7.3 Shall prepare an Executive Council summary within thirty (30) calendar days of the Council meeting, submitting that report to the Chapter President.
- 7.4 During Chapter meetings the Executive Council Representative shall report on activities of the Association and the Executive Council.

## Section 8. Chapter Commercial Advisory Member (CCAM)



- 8.1 The CCAM provides a liaison between the Chapter's Board of Officers and the commercial members of the Chapter. In addition, the CCAM provides a liaison with the Association's Commercial Advisory Council. The CCAM provides a means of establishing open communications lines between the Chapter's Commercial Members, the Association's Commercial Advisory Council, the Chapter's Officers, and the Chapter's non-commercial members.
- 8.2 The Chapter Commercial Advisory Member shall be a member of the Association in good standing in the Commercial Member category. An individual may serve as the CCAM in more than one Chapter if he/she is a member of each Chapter in which he/she serves.
- 8.3 This position is appointed by the President at the beginning of their term on an annual basis. The term of office for the Chapter Commercial Advisory Member is an un-expiring term.
- 8.4 The CCAM shall have voting privileges for this Chapter.

## Section 9. Board of Officers

- 9.1 The members shall consist of all elected positions, the Immediate Past President, the CCAM, and the ex officio State 9-1-1 Coordinator.
- 9.2 The Board of Officers shall meet and conduct the business of Oklahoma APCO at such times and places as the President or a majority of the Officers shall indicate. At all meetings of the Board of Officers, a majority of the voting membership of the Board of Officers shall be necessary to constitute a quorum for the transaction of the business. The vote of a majority of those at any meeting at which a quorum is present shall be the act of the Board of Officers.
  - 9.2.1 **Absence of Quorum.**

If a quorum shall not be present at any meeting of the, Board of Officers or any committee of the Association, the members thereat may adjourn the meeting from time to time, without notice other than an announcement at the meeting, until a quorum shall be present.
  - 9.2.2 **Meetings by Telephone or Web Conferencing.**

If any meeting is conducted by telephone or web conferencing, any one or more members of the body may participate in any meeting by means of telephone or web conferencing or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time.
  - 9.2.3 **Attendance**

Board Officers are required to attend board and general business meetings as scheduled. If unable to attend, then the officer must contact the President. There may be other times officers are requested to attend events, but it is not required of them. If an officer is absent from three or more meetings, then the Executive Committee can vote to remove them according to Section 5.



## ARTICLE IV: COMMITTEES: SPECIAL, STANDING

### Section 1. Designation:

Committees in this Chapter shall be classified as:

- 1.1 Standing Committees that are assigned prescribed duties and responsibilities of a permanent nature.
- 1.2 Special Committees that are assigned specific duties and responsibilities in matters of a temporary but significant nature.

### Section 2. Standing Committees:

Only Voting members may chair a Standing Committee.

- 2.1 Executive Committee: The Chapter President shall chair this Committee and its members shall consist of all elected officers and the immediate past President.
  - 2.1.1 The Executive Committee shall have full power and authority during intervals between scheduled Chapter meetings to perform all the functions that the Chapter might perform accept the power to amend the Bylaws.
  - 2.1.2 The President may call this committee into session whenever the need arises, and shall call it into session at the Annual Chapter Conference, prior to the General Business Session for purposes of examining the Secretary's minutes and the Treasurer's financial report and auditing the books or other documents maintained by the Chapter.
  - 2.1.3 The President may poll this committee on special matters by written communication in lieu of calling a special session.
  - 2.1.4 This committee shall be called into special session by the President on the written request of six (6) of its members.
  - 2.1.5 A simple majority of this committee shall constitute a quorum, and a simple majority vote of those present at a session, or polled in writing, shall determine all issues except that in the event of removal proceedings, a special session must be called, and a two-thirds (2/3) majority vote will be required for removal.

### Section 4: Bylaws Committee:

- 4.1 This committee shall actively monitor and research the needs of the Chapter pertaining to the Bylaws, and National Bylaws and Chapter governing documents, and shall draw, or assist in drawing, resolutions to address those needs.

Section 5: Nominating Committee:

- 5.1 This committee shall be chaired by the immediate Past President and may include two (2) additional Past Presidents as members.
- 5.2 This committee shall actively study the Chapter membership, observing individuals' interest in and willingness to work at promoting the goals of the Association, at the Chapter, Regional, National, and International level.
- 5.3 This committee shall accept nominations for officers and verify qualification.

Section 6 Special Committees:

- 6.1 The President shall appoint special committees as the need arises. These special committees shall continue to serve and operate as such until the tasks for which they have been appointed have been completed to the satisfaction of the President, or until altered or deleted by the President for the good of the Chapter.

**ARTICLE V: AMENDMENTS: AUTHORITY, PROCEDURES, WAIVER, AND EFFECTIVE DATE**

Section 1. Authority for Amendments:

- 1.1 The Bylaws of this Chapter may be amended by an affirmative vote of two-thirds (2/3) of those qualified voting members in attendance at the Annual Chapter Conference business meeting, in accordance with the following sections.

Section 2. Procedure for Amendment:

- 2.1 The Bylaws of this Chapter may be amended by presenting a resolution in writing to the Chapter President;
- 2.2 The actual amending vote shall take place at the Annual Chapter Conference business meeting.

Section 3. Date Effective:

- 3.1 All amendments passed and adopted by this Chapter in accordance with the Bylaws shall be in force and effect upon the close of the business session at which the affirmative vote and acceptance by the Quorum is granted; provided an exception to this effective date is not otherwise contained in the language of the amending resolution itself.

**ARTICLE VI: RESOLUTIONS: PROCEDURES, RULES OF ORDER**

## Section 1. Procedure:

- 1.1 These Bylaws may be amended or repealed, and new Bylaws may be adopted, by resolution adopted by a two-thirds majority of the Membership Quorum in regular session provided that notice of the proposed amendment is contained in the notice of the meeting that is posted and postmarked no later than thirty (30) days prior to the meeting of the Membership Quorum. Such amendments shall become effective upon the adjournment of the Annual Chapter Conference business meeting at which they were adopted unless the resolution specifies an alternate effective date.

## Section 2. Rules of Order:

- 2.1 Upon any question coming before any meeting of this chapter which is not specifically provide for by the Chapter Bylaws the presiding officer shall be governed by the most current version of Roberts Rules of Order, revised.
- 2.2 It is the prerogative of the members present at any meeting to suspend or modify any given Rule if a simple majority of those members deems it in the best interest of the Chapter to do so;
- 2.3 Any such suspension or modification will apply to the meeting where approved and the authority of such suspension or modification shall cease with the adjourning of such meeting.

# **ARTICLE VII: COUNSEL: REGULATORY, OTHER, REPORTING**

## Section 1. Regulatory:

The Executive Committee may employ legal counsel to provide advice to the Chapter in the preparation and presentation of matters before regulatory and other bodies as they affect Public safety communications as a whole within the State of Oklahoma.

## Section 2. Other Counsel:

The Executive Committee may employ legal counsel to furnish advise and represent the Chapter in other matters as may be necessary including but not limited to:

- 2.1 The defense of any elected officer of this Chapter who, in the performance of his or her duties, with no intent to defraud, misrepresent or mislead, requires legal aid due to an action or inaction required by that office and undertaken in the interest of the Chapter or its members.

## Section 3. Reporting:

In the event the executive committee employs legal counsel for any reason a full and complete report of such employment, including cost, person or persons involved, and reasons for such employment, shall be reported to the quorum at the general business session immediately after any such expenditure. In the event of ongoing employment of counsel the executive committee shall issue an update at each general business session until employment of such counsel cease

#### Section 4. Financial

The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

### **ARTICLE VIII: DISBURSEMENT OF ASSETS UPON DISSOLUTION**

#### Section 1. Statement of Intent:

Should the Oklahoma Chapter of APCO be dissolved, all assets shall be distributed to the Association or to one or more other organizations of similar purpose and intent, should such an organization be located within the State of Oklahoma. Such distribution of assets shall be determined by a majority vote of members present at meeting called in accordance with provisions for the President to call special meetings, for the purposes of dissolution.