

OKLAHOMA STATE ASSOCIATION OF PARLIAMENTARIANS BYLAWS

ARTICLE I - NAME

The name of this organization shall be the OKLAHOMA STATE ASSOCIATION OF PARLIAMENTARIANS (OKSAP) a constituent division of the National Association of Parliamentarians® (NAP).

ARTICLE II - OBJECT

The object of OKSAP shall be to: promote and pursue the purposes and educational programs of NAP; study, teach, promote, and disseminate the fundamental principles and philosophies of Parliamentary Law in the State of Oklahoma; and, bring all parliamentarians in the State of Oklahoma into closer cooperation.

ARTICLE III - MEMBERS

SECTION 1 - CLASSIFICATION: The membership of OKSAP shall consist of the following classes:

- A. **Regular Member:** NAP member who is counted in determining the number of delegates OKSAP is entitled to send to NAP conventions.
 - 1. A **Primary Member** is a member of an OKSAP unit.
 - 2. A **Member-at-Large** is not affiliated with an OKSAP unit.
- B. **Affiliate Member:** A member of NAP and OKSAP who is counted in another State Association for NAP representation.
- C. **Provisional Member:** A Member of an OKSAP unit who is preparing for NAP membership and desires to participate in OKSAP. A Provisional Member is not a NAP member and is not counted in determining the number of delegates that either OKSAP or their unit is entitled to attend NAP conventions.

SECTION 2 - GOOD STANDING: A member in good standing has paid the current year's dues.

SECTION 3 - REINSTATEMENT: A Regular Member shall be reinstated in accordance with NAP Bylaws including payment of current OKSAP dues. Affiliate and Provisional Members may be reinstated in OKSAP upon payment of current year's dues to the OKSAP Treasurer.

ARTICLE IV – DUES AND FISCAL YEAR

SECTION 1 - DUES: OKSAP annual dues shall be \$15.00. The membership year shall be January 1 through December 31. Persons joining during the last quarter of the year will receive that quarter free and dues will be applied to the following year.

SECTION 2 - PAYMENT: OKSAP dues are due and payable by January 1, delinquent if not paid by February 1. Regular Members shall pay their NAP and OKSAP dues directly to NAP. Affiliate and Provisional Members shall pay their dues directly to the OKSAP Treasurer.

SECTION 3 - FISCAL YEAR: The fiscal year of OKSAP shall be from December 1 through November 30.

ARTICLE V - OFFICERS

SECTION 1 - OFFICERS: The elected officers of OKSAP shall be a President, a Vice-President, a Secretary, and a Treasurer. The appointed officer shall be a Parliamentarian appointed by the President subject to approval by the Executive Committee.

SECTION 2 - QUALIFICATIONS: A candidate for elective office shall be a Regular or Affiliate Member.

SECTION 3 - TERM OF OFFICE: The elected President, Vice-President, Secretary, and Treasurer shall serve for one year or until their successors are elected. No member shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office.

SECTION 4 - VACANCY IN OFFICE: A vacancy in the office of the President shall be filled by the Vice-President. A vacancy in the office of the Vice-President, or Secretary, or Treasurer, shall be filled by a vote of the Board of Directors within sixty (60) days. The vote may be taken by Mail Vote (defined hereafter as surface mail, e-mail, internet voting or fax). In the event an incumbent in any office of OKSAP is unable to fulfill her/his

duties/term, the office shall be declared vacant by the Board of Directors and shall be filled in accordance with this article.

SECTION 5 - DUTIES: All officers shall perform the duties prescribed by these bylaws and by the Parliamentary Authority.

A. The President shall:

1. Be the Executive Officer of the OKSAP in matters concerning its administration and shall be the official representative of the OKSAP.
2. Preside at the OKSAP convention and at all meetings of the Board of Directors and Executive Committee.
3. Be an ex-officio member of all committees, except the Nominating Committee.
4. Appoint a Parliamentarian subject to the approval of the Executive Committee; and
5. Appoint standing and special committees, subject to the approval of the Executive Committee except as otherwise provided in these Bylaws.

B. The Vice President shall:

1. Assist the President in the performance of official duties; and
2. Succeed to the office of President for the unexpired term, in the event of a vacancy in that office.

C. The Secretary shall:

1. Record the minutes of each meeting of the Executive Committee;
2. Record the proceedings of the OKSAP convention and of all meetings of the Board of Directors, sending a copy of the minutes to each member of the Board of Directors within Ninety (90) days following the convention/meeting;
3. Be custodian of all books and papers, except those specifically assigned to other officers; and
4. Conduct all business correspondence of OKSAP that is not the responsibility of other officers, when requested by the President.

D. The Treasurer shall:

1. Have custody of all funds;
2. Keep an account of all moneys received and disbursed;
3. Disburse money only for approved items and only upon written request of the person/committee responsible for the item;
4. Prepare any interim financial report as requested by the President including the Budget;
5. Close the financial books thirty (30) days prior to the OKSAP

convention for the annual audit; and
6. Prepare and file tax forms as directed by the NAP Bylaws.

E. The Parliamentarian shall:

1. Attend the OKSAP convention and all meetings of the Executive Committee and the Board of Directors;
2. Serve as an advisor and consultant to the presiding officer, the Executive Committee, the Board of Directors, the standing and special committees, and the OKSAP units, on matters of parliamentary procedures; and
3. Be permitted to exercise full membership rights and authority the same as any other member.

ARTICLE VI - NOMINATIONS AND ELECTIONS

SECTION 1 - NOMINATIONS:

- A. A Nominating Committee of three OKSAP members shall be elected at the annual convention. Nominations shall be from the floor. Election of the Nominating Committee shall be by ballot and a plurality shall elect. If there are only three nominees, the vote may be taken *viva voce*. The member receiving the highest number of votes shall be the Chairman or, in the case of *viva voce* vote, the committee shall elect its Chairman.
- B. A unit may not be represented by more than one member of the Nominating committee. Should there be more than one nominee from a unit, the one receiving the highest number of votes on the elective ballot shall be the representative from that unit to serve on the Nominating Committee. No members of the Nominating Committee shall succeed themselves.
- C. A vacancy occurring on this committee shall be filled with an appointment to fill the vacancy by the Board of Directors.
- D. Units or members of OKSAP may, no less than 90 days preceding the Convention, present to the Nominating Committee names of proposed candidates for office, together with qualifications and consent forms.
- E. It shall be the duty of the Nominating Committee to nominate at least one candidate for each elective office to be filled at the next annual meeting. A majority vote by ballot shall constitute the ticket. The Nominating Committee may vote by videoconference, teleconference

(phone), or Mail Vote.

- F. The Nominating Committee shall consider all recommendations for nominations submitted to it by units or members of OKSAP. Special attention shall be given to essential qualifications of each nominee and to a balanced representation of the membership of the State.
- G. The Nominating Committee shall secure the written consent of the nominee to serve if elected before submitting nominations for publication.
- H. The list of nominees with their qualifications and unit affiliation, or as members-at-large, shall be published with the call to the annual convention at least thirty (30) days before the convention.
- I. Additional nominations from the floor shall be in order following the Nominating Committee report and again immediately prior to the election of officers.

SECTION 2 - ELECTION OF OFFICERS: Election of officers shall be by ballot at the OKSAP convention; a majority vote shall elect. If there is only one nominee for an office, the vote may be taken *viva voce*. Officers shall assume their duties at the adjournment of the OKSAP convention at which they are elected.

ARTICLE VII - CONVENTIONS

SECTION 1 - OKSAP CONVENTIONS: The OKSAP membership is the governing body of OKSAP and shall meet in convention between March 1 and October 31 of each year to: elect officers; receive reports; install officers; and conduct any other business that may arise. The time and place shall be determined by the Board of Directors. In a year that the NAP convention is held, the OKSAP convention will be scheduled to precede it.

SECTION 2 - OFFICIAL CALL: The official call of the OKSAP convention shall be distributed to all members at least thirty (30) days prior to the OKSAP Convention.

SECTION 3 - REGISTRATION: The OKSAP convention shall be open to all members and to guests. The registration fee shall be determined annually by the Board of Directors.

SECTION 4 - VOTING BODY: The voting body of the OKSAP convention

shall be OKSAP members in good standing, whose OKSAP membership is received at least thirty (30) days prior to the convention, and who are registered at the convention.

SECTION 5 - QUORUM: A quorum shall be thirty percent (30%) of the registered voting members of OKSAP.

SECTION 6 - UNIT REPORTS: The President of each unit may submit a written report to the OKSAP President at least ten days prior to the OKSAP convention.

ARTICLE VIII - BOARD OF DIRECTORS

SECTION 1 - COMPOSITION: The Board of Directors shall be composed of the OKSAP officers and the chairmen of the Bylaws, Events, and Outreach committees.

SECTION 2 - DUTIES: The Board of Directors shall have full power to conduct the business of OKSAP between conventions.

SECTION 3 - MEETINGS: There shall be a regular meeting of the Board of Directors once in each calendar quarter, including one held immediately preceding the annual convention. Regular and other special meetings may be called by the President and shall be called upon the written request of at least three members of the Board of Directors. Notice of regular and special meetings shall be given at least ten days prior to the meeting.

SECTION 4 - QUORUM: A majority of members of the Board of Directors then in office shall constitute a quorum.

SECTION 5 - VOTING: The Board of Directors is authorized to meet by telephone conference or through other electronic means provided all members may simultaneously hear each other and participate. The Board of Directors is further authorized to vote by Mail Vote for any matters that must be handled between meetings.

SECTION 6 - ANNUAL REPORT: An annual report of the Board of Directors shall be prepared and presented at the OKSAP convention by the Secretary.

SECTION 7 - RECORDS: All files shall be forwarded to the newly elected officers within twenty-one (21) days after their election.

ARTICLE IX - EXECUTIVE COMMITTEE

SECTION 1 - COMPOSITION: The Executive Committee shall be composed of the officers of OKSAP.

SECTION 2 - DUTIES: The Executive Committee shall:

- A. Be responsible for the transaction of necessary business between meetings of the Board of Directors and for business referred to it by the Board of Directors;
- B. Make a complete and timely report of its transactions to the Board of Directors;
- C. Be responsible for acting on Presidential appointments;
- D. Determine the amount of bond/insurance of personnel for whom coverage is required;
- E. In a national emergency, cancel the OKSAP Convention and provide for the election of officers by Mail Vote;
- F. May authorize OKSAP fund raising projects; and
- G. Have the authority to determine if an OKSAP Convention shall be held electronically.

SECTION 3 - MEETINGS: A post-convention Executive Committee meeting shall be held for the purpose of acting on Presidential appointments, approving the annual budget, and transacting any other business to come before the meeting. Meetings of the Executive Committee shall be called by the President or any three members with at least three days' notice.

SECTION 4 - QUORUM: Four members of the Executive Committee shall constitute a quorum.

SECTION 5 - VOTING: The Executive Committee is authorized to meet by telephone conference or through other electronic communications means provided all members may simultaneously hear each other and participate. The Executive Committee is further authorized to vote by Mail Vote for any matters that must be handled between meetings.

ARTICLE X - DELEGATES TO NAP CONVENTION

SECTION 1 - NUMBER OF DELEGATES: The number of delegates to the NAP Convention shall be as prescribed by the NAP Bylaws.

SECTION 2 - ELECTION: Nominations shall be open from the floor at the OKSAP convention. Elections shall be by ballot. If there is no more than one nominee for each position, election may be by voice vote.

SECTION 3 - VACANCIES: Vacancies shall be filled through appointment by the President.

ARTICLE XI - STANDING COMMITTEES

SECTION 1 - COMMITTEES: The Standing Committees of OKSAP shall be the Audit, Bylaws, Events, Nominating, and Outreach Committees. The Chairmen of all committees except the Audit and Nominating Committees shall be members of the OKSAP Board of Directors.

SECTION 2 - DUTIES:

- A. The Audit Committee shall:
 - 1. Audit the Treasurer's books prior to the OKSAP Convention, and
 - 2. Shall submit a report at the OKSAP Convention.

- B. The Bylaws Committee shall:
 - 1. Receive, consider, edit for composition, and correct proposed amendments to the OKSAP Bylaws and standing rules, which have been submitted by the Executive Committee, Board of Directors, a unit, an OKSAP member, or the Bylaws Committee; and
 - 2. Provide proposed amendments with recommendations to be published in the official call of the OKSAP convention.

- C. The Events Committee shall:
 - 1. Promote OKSAP sponsored institutes for the study and teaching of Parliamentary Law;
 - 2. Appoint at least three additional members to the Convention sub-committee, in addition to the Events committee chairman and the ex-officio President;
 - 3. Plan the OKSAP Convention in close cooperation with the President and submit a plan to the Board of Directors for approval;
 - 4. Be responsible for the Educational Workshop in conjunction with the

- OKSAP annual convention;
5. Be responsible for the inventory and sale of NAP education materials at OKSAP sponsored institutes; at the OKSAP convention; and during the year as required;
 6. Submit all funds collected for deposit and all bills for payment to the Treasurer; and
 7. Submit a report to the newly elected Treasurer not later than thirty (30) days after each Institute and the OKSAP Convention.

D. The Nominating Committee shall perform the duties set forth in Article VI.

E. The Outreach Committee shall:

1. Encourage and assist in forming new units;
2. Assist units in administering the membership examination of NAP;
3. Assist units in developing programs to secure and retain members;
4. Encourage participation by young people in the programs of NAP, OKSAP, and local units;
5. Develop methods of attracting and retaining youth members in NAP, OKSAP and local units;
6. Promote joint activities between youth organizations through parliamentary events of OKSAP and local units;
7. Develop and maintain a networking system with contacts between youth advisors, OKSAP, and local units;
8. Encourage members of OKSAP and local units to work with youth groups on a volunteer basis;
9. Compile and have published the ***Oklahoma Parliamentarian***;
10. Send the ***Oklahoma Parliamentarian*** to all members and/or subscribers as directed by the OKSAP Board of Directors;
11. Provide the official call of the OKSAP Convention to the membership at the direction of the OKSAP Board of Directors;
12. Investigate and recommend methods of acquainting members and the general public with the functions and services of OKSAP;
13. Be responsible for the OKSAP Internet website and communications;
14. Oversee OKSAP publications and press contacts;
15. Prepare a narrative account for the annual convention of OKSAP activities during the current administration, subject to the approval of the Board of Directors, as the official history of OKSAP;
16. Maintain a book of all press releases, activities and photographs; and
17. Upon receipt of amended bylaws from the Bylaws Committee Chairman, make changes to the bylaws on the OKSAP website and

publish in the ***Oklahoma Parliamentarian*** that the revised Bylaws are available online and will be mailed to members only upon request.

ARTICLE XII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of ***Robert's Rules of Order Newly Revised*** shall govern OKSAP in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, any special rules of order OKSAP may adopt, or the Bylaws of NAP.

ARTICLE XIII - AMENDMENT OF BYLAWS

SECTION 1 - AMENDMENTS:

- A. These Bylaws may be amended by a two-thirds vote of the members present and voting at the OKSAP convention, provided the proposed amendment(s) has been presented by the Bylaws Committee with the official call of the OKSAP convention.
- B. Amendments to these bylaws necessitated by amendments to the NAP bylaws shall be effected by the Board of Directors and published on the OKSAP web site and in the next issue of the ***Oklahoma Parliamentarian***.

SECTION 2 - SUBMISSIONS: Amendments may be submitted by the Executive Committee, the Board of Directors, any unit, the Bylaws Committee, or an OKSAP member, provided the proposed amendment(s) is received by the Bylaws Committee at least sixty (60) days prior to the OKSAP convention.

SECTION 3 - REVISION: These Bylaws may be revised only upon authorization by a majority vote of the OKSAP convention.

- A. The OKSAP convention shall elect a revision committee, which shall exist until it reports out or is discharged; and
- B. The committee's proposed revision, if one is produced, shall be submitted to the membership with the official call of the OKSAP convention at which the revision will be voted on.
- C. These Bylaws may be revised by a two-thirds vote of the members

present and voting at the OKSAP convention, provided the proposed revision has been presented by the Revision Committee with the official call of the OKSAP convention.

ARTICLE XIV - DISSOLUTION

SECTION 1: OKSAP funds shall be used only to accomplish the purposes specified in these Bylaws and no part of such funds shall inure or be distributed to the members of OKSAP.

SECTION 2: Upon dissolution of OKSAP, the OKSAP charter and any remaining funds shall be forwarded to NAP headquarters.

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