



Oregon Safety Officers Association (OSOA)
By-Laws
November 2009

ARTICLE I – NAME, PURPOSE, SCOPE AND GOALS

SECTION 1 – NAME: The name of this organization shall be the Oregon Safety Officers Association (OSOA); a chartered section of the Oregon Fire Chiefs Association (OFCA).

SECTION 2 – PURPOSE, SCOPE: The Oregon Safety Officers Association is established to promote networking and the sharing of information between Safety, Health, and Wellness personnel associated with emergency service delivery. This Association will provide technical guidance and recommendations to Oregon fire chiefs for development, interpretation and application of OR-OSHA occupational safety and health rules, National Fire Protection Association standards, and other safety, health and wellness issues that are applicable to emergency services.

ARTICLE II – OFFICERS

SECTION 1 - ELECTED OFFICERS:

- A. The elected officers of the Association shall consist of a President, Vice President, and three directors. The term of office will begin on July 1 of the year in which the officer was elected.
- B. The membership shall annually elect a Vice President. This election shall be for two years. The elected member shall serve year one as the Vice President, year two as the President.
- C. The Directors shall be Active Members in good standing of the Association, elected at large by ballot at the OFCA Spring conference and shall have a term of office for one year. Unopposed directors may serve consecutive terms.
- D. In addition to the previously listed conditions of eligibility to hold an elected office, all prospective officers must present to the Association a written statement from the Chief Executive Officer of the candidate's agency which authorizes him/her to hold an office in the Association

SECTION 2 - APPOINTED OFFICERS:

- A. There shall be an OFCA representative for the Association who shall be the President or a designated representative.

SECTION 3 - NOMINATIONS AND ELECTIONS

- A. There shall be a Nominations Chairperson, which consists of the #3 Director. The Nominations Chair shall determine eligibility of members seeking office and present its report to the membership assembled at the OFCA Spring Conference, giving a complete list of the nominations for the elective office of the Association. The Nominations Chair shall present the Name of at least one (1) candidate for each elective office, however, where the committee deems it in the best interest of the Association to nominate two (2) or more members for any office, it may so report in order that the choice may be decided by ballot of the members present at the conference.
- B. For any office for which there is only one nomination, the presiding officer shall call for a motion for a unanimous ballot to be cast for that nominee and declare that nominee elected.

- C. For all offices for which there are two (2) or more nominations, an election, by secret ballot, shall be conducted. Active Members in attendance at the meeting are qualified to vote upon proof of their current membership, or certification that they are paid up active Members. Members not in attendance will be allowed to vote electronically as prescribed by the nomination chair.
- D. All nominations shall have been submitted in writing to the Board of Directors at least thirty (30) days prior to the Conference. The Nomination Chair shall see that nominations are communicated to the general membership at least fourteen (14) days prior to the opening date of the conference. Electronic voting shall be made available at that time to members excused from conference attendance by the Nominations Chair.
- E. In the election of officers, the candidate receiving the highest number of votes shall be elected. In the event of two consecutive tie votes for any one (1) position, the Board of Directors shall meet immediately in executive session and each Board member shall vote for one candidate. The tally of these votes shall determine the outcome of the election.

SECTION 4 - VACANCIES AND RESIGNATIONS:

- A. In the event of a vacancy occurring in any elected office of the Association, such vacancies shall be filled as follows:
 - 1. If a vacancy occurs in the position of President such vacancy shall be filled as follows:
 - a. The Vice President would move up to President.
 - 2. If a vacancy occurs in the position of Vice President such vacancy shall be filled as follows:
 - b. The vacancy shall be filled from the list of Vice President candidates remaining from the most recent election. The top candidate on the list will have the first right-of-refusal for the position. Each candidate will be asked in descending order until the position is filled.
 - 3. If no list exists or none of the eligible individuals accept the position:
 - a. The Board of Directors shall appoint a person to fill the vacancy until the annual election.
 - 4. If a vacancy occurs in the position of Director such vacancy shall be filled as follows:
 - a. The Board of Directors shall appoint a person to fill the vacancy until the annual election.

SECTION 5 - MISCELLANEOUS

- A. If any member of the Board of Directors is found guilty of nonfeasance, misfeasance or malfeasance of office, whether in this Association or his/her own Department, he/she shall forthwith be removed from the position he/she holds.
- B. If any member of the Board of Directors brings discredit on the fire services, he/she may be removed from office by a majority vote of the Board of Directors and the vacancy filled as stated above.
- C. Any member who fails to attend three consecutive board meetings may be removed from the Board by a majority vote of the Board of Directors. Vacancies shall be filled as stated above.

ARTICLE III – DUTIES OF OFFICERS

SECTION 1 - The duties of the executive officers are as follows:

- A. The President shall:
 - 1. Be the official spokesman for the Association.
 - 2. Preside at meetings of the Association and at meetings of the Board of Directors.
 - 3. Appoint all committees, including those not provided for in the Constitution and By-laws.
 - 4. Performs such other duties as prescribed by the Board of Directors.
- B. The Vice President shall:
 - 1. In the absence or inability of the President immediately assume the duties of the President.
 - 2. Assist the President in conducting the business and carrying out the policies of the Association.
 - 3. Perform such other duties as prescribed by the Board of Directors.
- C. The #1 Director shall:
 - 1. Keep a complete record of the proceedings of the Association and its Board of Directors.
- D. The #2 Director shall:
 - 1. Have the power to expend funds of the Association to accomplish the objectives of the Association.
- E. The #3 Director shall:

1. Establish and maintain a web based communication structure for the membership.
2. Shall perform the role of nomination chair.

SECTION 2 - No officer or member shall incur any expense or indebtedness of any kind in the name of the Association without the authorization of the Board of Directors or the Association assembled in conference/annual meeting; except the #2 Director, who may expend budgeted funds for normal operation of the Association. In an emergency, the President may authorize an expenditure of Association funds.

SECTION 3 - Nothing contained in these By-laws shall prohibit the Board of Directors from taking action on matters affecting the betterment of the Association.

SECTION 4 - Any action of the Board of Directors will be subject to review at the OFCA Spring Conference and a two-thirds (2/3) majority vote of the Active Members present and voting may override any action taken by the Board of Directors.

ARTICLE IV – COMMITTEES

SECTION 1 – SPECIAL COMMITTEES: The President may appoint temporary special committees from time to time, on any subject deemed necessary for the benefit of the Association.

ARTICLE V – MEMBERSHIP

SECTION 1 - INDIVIDUAL MEMBERSHIP: The individual memberships of the Association shall consist of:

- A. Active Membership in OSOA is open to any individual eligible to receive Active or Non Chief officer membership in OFCA. Each Active Member of the Association is eligible to vote on all Association ballots and is eligible to hold office in the Association.
- B. OSOA Associate members shall be persons, agencies or businesses interested in the goals and objectives of the OSOA who are not eligible for active membership. They are not eligible to hold elective office and have no voting privileges.

ARTICLE VI – DUES

SECTION 1 – OSOA RESPONSIBILITY TO OFCA

- A. The OSOA establishes a separate dues structure for the Section.
- B. The annual dues shall be \$25.00 per year for a fire service member.
- C. Associate dues shall be \$25.00 per year.
- D. The charter dues accounting shall be handled by the OFCA office and reviewed annually with the understanding that OFCA can request OSOA to incur any costs for labor in future membership drives.

SECTION 2 – OSOA DUES STRUCTURE

- A. Changes in membership dues shall be proposed by the Board of Directors and approved by the membership in attendance at the conference/annual meeting.
- B. The dues year shall correspond with the OFCA's fiscal year and shall be payable on or before the first day of the budget year.
- C. Members in arrears of dues shall be ineligible to vote. Any member in arrears ninety (90) calendar days shall, after due notice of such arrears, be removed from the membership roll by the Treasurer.

ARTICLE VII – MEETINGS

SECTION 1: FREQUENCY, FORMAT AND LOCATION OF MEETINGS:

- A. The Association shall meet at least annually, unless there is a need to meet more frequently. The next meeting date will be agreed upon by the Section prior to adjournment. One meeting will be held as part of the Spring Conference. Other meetings will be held at a location agreed upon by the Section that is conveniently located for the majority of the active members or coincides with other events and/or meetings.

SECTION 2– SELECTION OF PLACE AND DATE:

- A. The annual meeting of the Association shall be held at such place and date as designated by action of the Board of Directors.

SECTION 3 - There shall be at least two (2) Board of Directors meetings each year to be held at locations as approved by the Board of Directors.

SECTION 4 – Ten Active Members in good standing of the Association shall constitute a quorum for the conducting of business at the OFCA Spring conference. Three (3) members present and voting shall constitute a quorum for the transaction of business at all meeting of the Board of Directors.

ARTICLE VIII – STANDING EXPECTATIONS OF OFCA BOARD:

SECTION 1 – EXPECTATIONS:

- A. Demonstrate conduct that is at all times professional and brings credit to the association and its membership.
- B. Accept and act upon extemporaneous or ad hoc direction from the OFCA Board in a timely manner and with the same credence afforded the direction received herein.
- C. Reflect in their actions adherence to the OFCA’s bylaws, policies, and resolutions as well as the following adopted principles:
 - 1. OSOA (and its representatives) will build and maintain relationships with our members, our state associations, and other partner organizations.
 - 2. OSOA will actively foster communication to enhance these relationships.
 - 3. OSOA (and its representatives) will endorse, support, and foster legislative and policy development initiatives that will enhance the fire service and advance firefighter, citizen, and community safety.
 - 4. OSOA (and its representatives) will endorse programs that foster and promote quality improvement and professional development for fire service professionals and agencies.
 - 5. OSOA (and its representatives) will seek and utilize fire service leaders who will professionally and enthusiastically advance the mission, goals and objectives of our organization.

ARTICLE IX - PARTICIPATION AND REPORTING REQUIREMENTS:

SECTION 1 - OSOA PARTICIPATION REQUIREMENTS:

- A. Membership and participation is voluntary. Members who are seeking or currently serving in leadership capacities of the Association; President, Vice President, and Directors should make every effort to seek the support of their department before seeking such a position as well as commit to attending all of the scheduled meetings.

SECTION 2 - REGULAR REPORTING TO THE OFCA BOARD:

- A. To insure active and open communications between the OSOA Section and the OFCA Board of Directors, the Section shall be responsible for sending the President or designee to each of the OFCA Board of Director's meetings. The President will maintain regular contact with and provide timely notification of emergent issues to the OFCA Board. The President shall inform the OSOA Section Board of Directors of the OFCA Board of Directors actions and represent the views of the OSOA Section as directed by the OSOA Board of Directors.

- ***Primary OFCA Contact:***

OFCA President
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(503) 587-9427
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SECTION 3 - DECISION MAKING PROCESS:

- A. The leadership capacities of the section shall consist of the President, Vice President, Director #1, Director #2 and Director #3. Decisions are made by the consensus of the OSOA section leadership. The OSOA Section President will report to the OFCA Board.

SECTION 4 - DECISION RATIFYING BODY:

- A. The President shall refer OSOA Section decisions requiring OFCA partnership support and/or use of logo to the OFCA Board for consideration. The OSOA section may choose to adopt position statements. Before the position statement can be released outside of the OSOA section, it must be submitted for approval by the OFCA Board of Directors.

SECTION 5 - BY-LAW CONSISTENCY:

- A. Nothing in these by-laws shall be construed to be in conflict with, or take precedence over, the Constitution and by-laws or policies of the Oregon Fire Chiefs Association. If conflict arises, the matter shall be referred to the Constitution and By-laws Committee of the OFCA and, if necessary, to the Board of Directors of the Association for a final resolution of the conflict.

SECTION 6 - EXPENSE REIMBURSEMENT POLICY:

A. Participation on this Section is not funded by OFCA. The representative's agency typically funds reimbursement of expenses.

ARTICLE X - RULES OF ORDER

SECTION 1 - The presiding officer shall preserve order and decorum.

SECTION 2 - A member, when speaking or offering a motion, shall rise, state his/her name and place of residence, respectfully address the presiding officer, when finished speaking shall, at once, resume seating, and when speaking shall only speak to the question under debate and avoid all personal or indecorous language and, if required, shall put the motion in writing.

SECTION 3 - When two (2) or more members rise to speak at the same time, the presiding officer shall decide who is entitled to the floor.

SECTION 4 - A member called to order shall immediately cease speaking and resume his/her seat until the point of order in question has been decided and then shall again be entitled to the floor.

SECTION 5 - A motion to take the previous question shall always be in order (except when a member is in possession of the floor), must be put without debate, and is supported by a majority of the members present. Voting shall be declared carried and no further debate or amendments shall be in order until the main question shall have been decided.

SECTION 6 - A motion to adjourn shall always be in order, except when a member is in possession of the floor or a vote being taken or it has been decided a vote shall now be taken. A motion to adjourn at a given time is open to debate.

SECTION 7 - Presentation of all proposed amendments in the Bylaws will have notice given prior to the opening of the conference.

SECTION 8 - Any Question coming before the Association for which no provision has been made in the Constitution, Bylaws, or Rules of Order, the presiding officer shall be guided by the rules laid down in Roberts Rules of Order, Revised.

SECTION 9 - The order of business at each conference shall be as established by policy of the Board of Directors.

XI – AMENDMENTS

SECTION 1 - The Association shall have full powers of any meeting to amend or revise the Bylaws, providing that notice of such proposed amendment or revision shall have been submitted in writing to the Board of Directors at least ninety (90) days prior to the Conference. The Director #1 shall see that proposed amendments or revisions are communicated to the general membership at least thirty (30) days prior to the opening date of the conference. A two-thirds (2/3) majority vote of the members present and voting shall be required for the adoption of any amendment or revision.

SECTION 2 - Nothing contained in the preceding section shall prevent the Association regularly assembled in conference from revising any part of the Bylaws upon a four-fifths (4/5) majority vote of the members present and entitled to vote, provided, however, that notice of any such action shall be communicated to all Active Members present at least forty-eight (48) hours prior to the time when such proposed amendment or revision shall be read in open when first presented.

SECTION 3 - All amendments or revisions must be submitted for approval by the OFCA Board of Directors.

XII – DISSOLUTION

SECTION 1– DISSOLUTION: Should the Association be dissolved, all its assets shall be transferred or given to the Oregon Fire Chiefs Association.