

OKLAHOMA EMERGENCY MANAGEMENT ASSOCIATION CONSTITUTION AND BY-LAWS

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Amended 16 September 2002
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Amended August 2005
Amended 8 October 2008
Amended 25 August 2011
Amended 21 August 2014
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ARTICLE 1: IDENTITY AND SCOPE OF THE ORGANIZATION

The OKLAHOMA EMERGENCY MANAGEMENT ASSOCIATION (OEMA) is a non-profit organization incorporated by and under the laws of the State of Oklahoma.

The organization shall consist of:

- A. Representatives of governments within the territorial limits of the State of Oklahoma;
- B. Individuals professionally engaged in Emergency Management and Civil Defense;
- C. Representatives of industrial, commercial, educational and military organizations;
- D. And all others, who desire to participate in Emergency Management activities within the State of Oklahoma.

Within the territorial limits of the State of Oklahoma, the organization shall be divided into geographical areas as determined by the majority rule of the membership and shall be identified in the By-laws of this organization. Such By-laws shall be periodically reviewed and updated as necessary. Such By-Laws shall be reviewed and updated annually by the Constitution and By-Laws Committee. With Board approval, the Constitution and By-Laws Committee can make grammatical changes to the By-Laws, as long as it does not change the intent of the By-Law.

A. The territorial limits of this organization shall be divided into geographical areas:

- 1) NW AREA – Counties of Alfalfa, Beaver, Cimarron, Custer, Dewey, Ellis, Garfield, Grant, Harper, Kingfisher, Major, Roger Mills, Texas, Woods and Woodward.
- 2) SW AREA – Counties of Beckham, Caddo, Comanche, Cotton, Grady, Greer, Harmon, Jackson, Jefferson, Kiowa, Stephens, Tillman and Washita.
- 3) NE AREA – Counties of Adair, Cherokee, Craig, Creek, Delaware, Kay, Lincoln, Mayes, Muskogee, Noble, Nowata, Okfuskee, Okmulgee, Osage, Ottawa, Pawnee, Payne, Rogers, Sequoyah, Tulsa, Wagoner and Washington.
- 4) SE AREA – Counties of Atoka, Bryan, Carter, Choctaw, Coal, Garvin, Haskell, Hughes, Johnson, Latimer, LeFlore, Love, McCurtain, McIntosh, Marshall, Murray, Pittsburg, Pontotoc, Pushmataha and Seminole.

- 5) CENTRAL AREA – Counties of Blaine, Canadian, Cleveland, Logan, McClain, Oklahoma and Pottawatomie.
- B. Area Representation – Members of the central area are eligible to serve either in the Central Area or the adjoining area in which they represent but not both.

ARTICLE 2: TERMINOLOGY

Emergency Management and Civil Defense shall include:

- Mitigation – actions taken to minimize the impact or magnitude of an adverse natural or manmade event, or threat thereof
- Preparedness – actions and activities extended prior to an incident with the intention of identifying potential threats and vulnerabilities, and the actions and/or resources necessary to prevent or appropriately deal with those threats in an effective manner
- Response – actions taken to protect life and property during or immediately following an incident
- Recovery – actions taken to return an affected area to its pre-incident condition, or better

These actions and activities are to be initiated from an all-hazards approach, with strong emphasis on mutually beneficial partnerships between paid and non-paid professional responders, citizen volunteers and other potential stakeholders.

ARTICLE 3: PURPOSE

The objectives of the OKLAHOMA EMERGENCY MANAGEMENT ASSOCIATION are to:

- A. Assist local, state, federal and tribal governments in the establishment and maintenance of Civil Defense and an effective element of national defense, and Emergency Management as an organizational structure by which local government can best mitigate, prepare for, respond to and recover from all major disasters, and
- B. Through research, legislative review and input, information exchange and educational programs, to advance the professional standards and capabilities of persons engaged in these activities.

Within these objectives, The OEMA has as its purposes:

1. To establish a process for review and comment on relevant legislation,
2. To establish a coordinated emergency and resource information network between public and private organizations,
3. To establish standards for effective training and education programs in order to increase the management and technical competence of individuals professionally engaged in Emergency Management and Civil Defense programs and activities.

The OKLAHOMA EMERGENCY MANAGEMENT ASSOCIATION shall not participate in any activity prohibited under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code related to a tax exempt organization.

ARTICLE 4: MEMBERSHIP

Section I: Member

Membership in the OEMA shall be extended to representatives of governmental entities within the territorial limits of the State of Oklahoma, who are actively engaged in an Emergency Management or Civil Defense Agency or an affiliated public safety or public health agency, and whose dues for the current year have been paid in accordance with Article 6, Section I. Membership is for a period of one (1) year.

Section II: Affiliate Member

“Affiliate” membership shall be accorded to persons interested in furthering Emergency Management and Civil Defense Programs within the State of Oklahoma, but do not meet the requirements for Member in Section I above, and whose dues for the current year have been paid in accordance with Article 6, Section I. Affiliate membership will be for a period of one (1) year.

Section III: Honorary Member

“Honorary” membership shall be accorded by majority vote of the Executive Board for outstanding contributions to the advancement of Emergency Management and Civil Defense. Honorary Membership will be for a period of one (1) year, unless otherwise specified by the Executive Board.

Section IV: Life Member

Life membership shall be accorded each Member who has been continuously, for fifteen (15) years or more, a designated representative of a member governmental entity as set forth in Article 4, Section I, and provided that the Member is no longer associated with a governmental entity in a capacity which would make them eligible for other membership.

Section V: Corporate Membership

Businesses, corporations or other business-related groups wishing to directly support the Oklahoma Emergency Management Association through association membership are offered “Corporate Membership” for their organization. Corporate Membership shall include four (4) individual membership positions specifically identified within the named organization, with additional individual memberships available at an additional cost. Corporate Membership is for one year and does not allow individual membership voting rights in any election or business matter of the OEMA. Individual memberships listed under Corporate Membership are non-transferable.

Section VI: Transfer of Membership

Should a member’s emergency management duties, responsibilities or assignment change and another person be assigned in their place, membership may be transferred to the incoming person for the remainder of the one-year membership period. A written request for membership transfer shall be provided to the Executive Board on letterhead from the involved governmental agency, office or department, documenting the change in duties, position or assignment.

Section VII: Member in Good Standing

An OEMA Member, Affiliate Member, Honorary Member, Life Member or Corporate Member as described in this Article and who consistently displays a professional commitment to the OEMA by supporting the OEMA goals, objectives, activities and the OEMA Constitution and Bylaws, and further supports and routinely practices the OEMA Code of Ethics, and is current in their dues payment (as applicable), shall be considered a “Member in Good Standing” The Nomination and Credentialing Committee shall determine if the member is in good standing.

ARTICLE 5: CONDUCT OF BUSINESS

Section I: Parliamentarian Authority

Robert’s Rules of Order, newly revised, shall be the parliamentary authority for all matters of procedure not specifically covered by the Constitution and Bylaws of this Association.

Section II: Voting

The right to vote may be exercised when a member has paid the appropriate membership fee as an established prerequisite to voting.

Voting by proxy is permitted, (other than for the election of Executive Board officers), provided that a signed, written proxy is registered with the Secretary prior to the opening of the business meeting.

With the exception of Corporate Members, all Members in good standing may vote on all issues presented to the general membership.

Mail-in ballots shall be used only for those items which in the opinion of the Executive Board require an answer prior to the next scheduled business meeting. Voting on all other matters will be conducted during the business meeting. Resolutions and elections may be passed by a simply majority of the voting members present.

Section III: Special Elections

Special elections for the purpose of resolving critical issues may be requested in writing to the President by any member of the Executive Board. Such special elections must be conducted and the official results tabulated and announced before the end of said special meeting and the results announced to the full membership at the next regular business meeting. Special elections may only address issues that if not resolved before the next regular business meeting would have a negative impact on the Association as a whole.

The request for a Special Election must be approved by 2/3 majority vote of the Executive Board within ten (10) days Notification by email or other appropriate method.

Section IV: Association Business

The Executive Board shall be empowered to conduct all business required to operate the Association in day-to-day activities.

Section V: Business Year

Business years shall be two calendar years in length commencing on October 1 of the first calendar year and ending on September 30 of the second calendar year.

Section VI: Audit Provisions

The Executive Board shall cause an audit of the financial records and status of the Association to be conducted following the close of the business year. Results of such audit are to be provided to the membership of the Association at the next general membership business meeting.

ARTICLE 6: MEMBERSHIP FEES

Section I: Annual Dues

The dues period for the OEMA will run from 1 July until 30 June each year. The dues amount shall be determined by simple majority vote of the members (not including Corporate Members) at the Annual Meeting:: Members who have not paid the annual dues, or submitted a purchase order by the end of the day preceding the Annual Business Meeting of the Association shall be considered to not be in good standing, and therefore have discontinued their membership. Membership types required to pay annual dues include "Member," "Affiliate Member," and "Corporate Member."

Section II: Life Members

Life Members shall not be required to pay a fee for their Life Membership, but shall have full voting rights.

Section III: Honorary Members

Honorary Members shall not be required to pay a fee for their one (1) year Honorary Membership and shall have full voting rights.

ARTICLE 7: OFFICERS

Section I: Designation of Officers

The officers of the Oklahoma Emergency Management Association shall be:

- A. President
- B. Vice President
- C. Area Vice Presidents
- D. Secretary*
- E. Treasurer*
- F. Parliamentarian
- G. Immediate Past President

* The offices of Secretary and Treasurer may be combined

Section II: Qualifications

No person may be elected to the office of President, Vice President, Treasurer, Secretary, Parliamentarian or Area Vice President, appointed to these offices, or continue to hold an office unless identified as a Member in Good Standing as described in Article 4, Section I of this Constitution and functioning in an Emergency Management capacity within the State of Oklahoma. No two officers may be from the same jurisdiction or agency.

Section III: Method of Selection

The officers of the OEMA shall be selected as follows and in accordance with procedures established in the By-laws:

- A. The President and Secretary* shall be elected to two-year terms of office at the Annual Conference in accordance with the By-laws, every even-numbered year.
- B. The Vice-President, Treasure* and Parliamentarian shall be elected to two year terms of office at the Annual Conference accordance with the By-laws, every odd-numbered year.
The Secretary's and the Treasure's Office may be combined
- C. Area Vice Presidents: shall be elected at the Annual Conference in accordance with the By-laws, by the Members from the area he/she represents, as set forth in Article I and shall hold office for two years. This election shall take place every even-numbered year, off-setting the elections described in item A above. If an area is unable to elect a Vice President due to unavoidable causes, the President may appoint someone to fill that vacancy, if not filled by the beginning of the term of office.
- D. Alternate Area Vice Presidents shall be elected at the Annual Conference by the members from the area he/she represents as set for the in Article I and shall serve as the Alternate Area Vice President for one year. In the absence of the Area Vice President, the Alternate Area Vice President shall represent their respective area and have full voting rights at an Executive Board Meeting.
- E. The person holding the Office of President at the time of election of a successor shall be designated the immediate Past President for the ensuing term.

* The Offices of Secretary and Treasurer may be combined.

Section IV: Terms of Office

- A. The term of office for all newly elected officers shall commence with the beginning of the new business year as defined in Article 5, Section V.
- B. The President may only serve two consecutive terms. There is no term limitation placed on the other elected officers.

Section V: Nomination of Officers

At least ninety (90) days prior to the annual election, the President shall appoint a nomination/credential committee consisting of one (1) active member from each area as set forth in Article 1. It shall be their responsibility to accept and to solicit applications so as to present a list of qualified candidates to the members present for election of said officers at the Fall Conference.

Section VI: Appointment of Special Offices

Special Officers may be appointed by majority vote of the Executive Board to serve terms as identified at the time of appointment or as otherwise designated. Special Officers are identified to fulfill special functions or assignments at the pleasure of the Executive Board and may include "Historian" and "Sergeant at Arms" or other designations. Special Officers have no Executive Board voting privileges.

Section VII: Vacancy in Elected Office

- A. If a vacancy occurs in the Office of President, the Vice President shall complete the remaining term of office.
- B. If a vacancy occurs in the Office of Vice President the office shall be filled by a member elected by majority vote of the Executive Board.
- C. If simultaneous vacancies occur in the Office of President and Office of Vice President, the offices shall be filled by members elected by majority vote of the remaining Executive Board. The election meeting shall be presided over by the Area Vice President from the:
 - a. Northwest Area; or if not available then the
 - b. Northeast Area; or if not available then the
 - c. Southeast Area; or is not available then the
 - d. Southwest Area; or if not available then the
 - e. Central Area.
- D. If a vacancy occurs in the Office of Area Vice President, the Alternate Area Vice President shall assume the office for the remainder of the unexpired term. Should the Alternate Area Vice President be unable to complete the unexpired term, the President, after consulting with five (5) Members from the area of vacancy shall appoint a qualified Member from the area to fill the vacancy for the remainder of the term.
- E. If a vacancy occurs in the Office of Secretary, Treasurer, or Parliamentarian, the President shall appoint a qualified member to fill the vacancy or vacancies for the remainder of the term(s).
- F. For the purposes of this section, "vacancy" is defined as the inability to complete the duties of the stated office due to resignation or removal from office. An office may also be declared vacant after an Officer misses three (3) consecutive meetings of the Executive Board.
- G. If an officer resigns his/her position from the Executive Board, including Alternate Vice President, he/she shall not be eligible for reelection for a period of 2 years.

Section VIII: Removal of an Officer

By two thirds (2/3) vote of the Executive Board, an elected officer may be removed from office for cause. However, before the proceedings become final, the officer to be removed shall be

notified of the charges, in writing, which have been made and must be afforded not less than fifteen (15) days after receipt of said charges, to appeal either to the Executive Board in writing or by appearing before the Executive Board at their next regularly scheduled meeting with or without legal counsel.

ARTICLE 8: DUTIES OF OFFICERS

Section I: President

The President shall preside over all meetings of the Executive Board; authorize expenditures within budget appropriations approved by the Executive Board; and perform other duties as required.

Section II: Vice President

The Vice President shall preside over all Executive Board meetings in the absence of the President and shall perform other duties as required.

Section III: Area Vice President

The Area Vice President shall act as a liaison officer for their respective area and shall act in behalf of the President in matters pertaining to the area in accordance with the policies and practices established by the Executive Board.

Section IV: Treasurer

The Treasurer shall maintain accurate records of all money and securities belonging to the Association in accordance with the policies and procedures established in fiscal procedures.

Section V: Secretary

At all meetings of the Executive Board, the Secretary shall make or cause to be made, a record of the proceedings, which shall be kept in a separate record book and incorporated into the Minutes of the meeting in which said report shall have been made in accordance with policies and practices established by the Executive Board.

Section VI: Parliamentarian

The Parliamentarian shall keep the Executive Board updated on all applicable rules and regulations. It shall also be their duty to insure that the other elected officers and all members are in compliance with the Association Constitution and By-laws at all functions of the Association as well as all Executive Board meetings. It shall further be the duty of the Parliamentarian to bring to the attention of the officers of the Association when changes may be needed in the Constitution and By-laws of the Oklahoma Emergency Management Association.

Section VII: Immediate Past President

The Immediate Past President shall be a voting member of the Executive Board.

ARTICLE 9: EXECUTIVE BOARD

Section I: Membership

- A. The Executive Board shall consist of the President, Vice President, Area Vice Presidents, Secretary, Treasurer, Parliamentarian and Immediate Past President.
- B. The Executive Board shall meet immediately following the election of officers and additionally a minimum of at least four (4) times each year to conduct business for the Association.

Section II: Quorum

At meetings of the Executive Board, a quorum shall consist of at least five (5) of the officers listed in Article 7, Section 1. Area Vice Presidents and Alternate Vice Presidents may both attend Executive Board Meetings, however, only one counts in terms of determining a quorum, and each area only gets one vote.

ARTICLE 10: COMMITTEES

The following committees are established to provide administrative and organizational guidance for the Oklahoma Emergency Management Association. The duties of the Standing Committees shall be designated and shall be revised and updated every five (5) years to assure current and accurate responsibilities. The Chairperson and members of Standing Committees must be Members of the Association. The President shall serve only on the Executive Board, but may attend committee meetings without voting privileges.

Section I: Standing Committees

The Chairperson of the following Committees shall be appointed by the President within thirty (30) days after taking office:

- Legislative Committee
- Conference Committee
- Constitution, By-laws and Resolutions Committee
- Membership Committee
- Training and Education Committee
- Nomination/ Credentials Committee
- Business, Industry and Labor Committee
- Certification Committee
- Communications Committee
- Awards Committee

Section II: Ad Hoc Committees

Ad Hoc Committees may be formed by the Executive Board at any time for special purposes or assignments. They will cease to function when their specific task is completed.

ARTICLE 11: MEETINGS

Section I: Full Membership Meetings

The Oklahoma Emergency Management Association will meet at least once annually at a time and place designated thirty (30) days in advance. In addition, each region of the Association as defined in Article 1, Paragraph A, will be encouraged to conduct an area meeting at least once annually.

Section II: Special Meeting

A special meeting may be convened by majority vote of the Executive Board for a specific purpose. Such special meetings shall be convened only for a specified purpose which shall be stated in the meeting notice and which shall be announced to the membership in writing at least ten (10) days prior to the meeting.

Section III: Quorum

At all meetings a majority of the members present and registered at the meeting shall constitute a quorum.

ARTICLE 12: FISCAL YEAR

The fiscal year of this Association shall be from 1 October to 30 September of each year.

ARTICLE 13: DISCLAIMER OF ENDORSEMENT

No individual member or group of members representing the Oklahoma Emergency Management Association shall have authority to endorse or recommend any product, service, or organization in the name of the Association, or by elected or appointed title, related to the Oklahoma Emergency Management Association.

Use of the official OEMA logo for publicity, posting on social media pages, etc., shall be limited to "Members in Good Standing" only. (See Article 4, Section VII)

ARTICLE 14: AMENDMENTS

This constitution may be amended by a two thirds (2/3) vote of the Members voting in accordance with this constitution. Notice of such proposed amendment shall be circulated to all members at least thirty (30) days in advance of the meeting provided that such notice shall contain a copy of the amendment to be considered. Proposed amendments must be submitted to the Constitution, By-laws and Resolutions Committee at least sixty (60) days in advance of the conference, or meeting at which it will be considered.

ARTICLE 15: EFFECTIVE DATE

Any Constitutional Amendments shall take effect the day following adjournment of the meeting at which it was adopted.

ARTICLE 16: AWARDS

Awards will be presented on an annual basis. Recipients will be determined by the Awards Committee, based on the nominations received. Recipients of all awards will be presented with an engraved plaque. Recipients of the Mickey Clarkson award will additionally have their name engraved on a plaque maintained in the Oklahoma Emergency Management office.

Section I: Award Categories

Awards will be presented on an annual basis in the following categories; Paid Director of the Year, Mickey Clarkson Award for Volunteer Director, Volunteer of the Year, Public Officials Award and Outstanding Contributor to Emergency Management. Criteria to be considered include advanced training, program development, disaster management, public awareness and contributions to the profession of emergency management or to an emergency management program in Oklahoma.

Section II: Award Nominations

Nominations for any of the above categories shall be made by any OEMA member and submitted to the Awards Committee for consideration.

Section III: President's Award

Special awards may be presented at the discretion of the current OEMA President at any time.

ARTICLE 17: PROFESSIONAL CERTIFICATION

Section I: General

Professional Certification as an Oklahoma Certified Emergency Manager (OCEM) is available through the OEMA to members in good standing, directly involved in emergency management duties and activities in the State of Oklahoma who meet the required criteria. The OCEM program shall be administered by a Certification Committee who shall develop and maintain a guidance document for the OCEM program, establishing the necessary processes for receiving, review, approval/rejection and appeal, of program applications. This document and any revisions must be approved by the OEMA Executive Board.

Section II: OCEM Standards

OCEM certification standards will be established by the membership of the Association, and may not be modified, changed, or amended in any way without the approval of a simple majority of the Association membership present at a business meeting.

Section III: Re-Certification

OEMA Professional Certifications must be renewed every four (4) years following the same procedures as outlined above.

ARTICLE 18: DISSOLUTION

Upon the dissolution of the Association, all assets shall be distributed to the State of Oklahoma, Office of Emergency Management for use in such manner to be in accordance with the purpose and objectives outlined in Article 3 of the Oklahoma Emergency Management Association Constitution and Bylaws.

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 hereof.

OKLAHOMA EMERGENCY MANAGEMENT ASSOCIATION CODE OF ETHICS

Adopted October 19, 1999

Preamble

Central to the maintenance of public trust and confidence, the Oklahoma Emergency Management Association (OEMA) adheres to the highest standards of conduct by its membership. The Code of Ethics for the OEMA Membership emanates the spirit of exhibiting proper conduct dictated by the individual conscience of the public and its commitment to the welfare of citizens. The members of OEMA abide by the organization's core values of RESPECT, COMMITMENT, and PROFESSIONALISM.

Ethical Principles

RESPECT

Respect for members, public officials, colleagues, associates, and most importantly, for the citizens we serve is the uppermost standard for the OEMA. We faithfully comply with all laws and regulations applicable to our purpose and position, and responsibly and impartially apply them to all concerned. We respect public fiscal resources by evaluating organizational decisions to provide the best service or product at a minimal cost without sacrificing quality.

COMMITMENT

The OEMA is committed to promoting decisions that benefit the public interest, trust, and the members of the organization. We are committed to continuous improvement by fairly administering the affairs of membership or position, by fostering honest and trustworthy relationships, and by striving for impeccable accuracy in what we say or write. We are committed to enhancing the caliber of service and stewardship our members devote to the public, while striving to improve the quality of life in the community they serve.

PROFESSIONALISM

By the nature of its existence as a professional organization, the OEMA and its membership actively promote public confidence in Emergency Management. We diligently perform our duties; always mindful to pass constant public scrutiny and to maintain a positive and caring image. Our prestige is built on the foundation of Education, Safety and Protection of Life and Property, and we infuse it into our everyday dealings with employees, associates, and with the public.

(Rev 8-21-14)