

# **GOVERNMENT FINANCE OFFICERS ASSOCIATION OF OKLAHOMA**

## **BY-LAWS**

### **ARTICLE 1**

#### **MEETINGS**

##### **Section I – Annual Meeting**

The annual meeting shall be held in conjunction with the annual Municipal Clerks, Treasurers, and Finance Officials workshop at a time and place determined by the Executive Committee.

##### **Section II – Special Meetings**

The Executive committee either when deemed expedient or upon written petition of members in good standing may call special meetings. The Executive Committee shall consider within fifteen (15) working days of receipt by the Secretary any petition calling for a special meeting. A notice by mail shall be sent to all current members and associate members at least 10 days prior to any special meeting. All special meetings must be held within 30 days of consideration of any petition requesting such meeting.

##### **Section III – Quorum and Voting**

A quorum is defined as a majority of all the members of the body, board, or committee. In the event “at the annual meeting” such majority is not present, an attendance greater than ten (10) constitutes a quorum. All questions shall be determined by majority vote except for questions of amending the Constitution of the Association. Amendments to the Constitution shall be considered as provided in the Constitution.

##### **Section IV – Rules of Order**

Roberts Rules of Order shall govern all proceedings insofar as they are not in conflict with the Constitution and By-Laws, provided the membership may waive application of a rule by a majority vote. The Second vice-president shall interpret the application of rules.

## **ARTICLE II**

### **DUTIES**

#### **Section I – Officers**

- A. President – The President shall be the chief executive officer of the Association and shall perform all duties associated with this office. The President shall preside over all meetings of the membership and shall chair all meetings of the Executive Committee. The President shall also serve as an ex-officio member of all other committees of the Association.
  
- B. First vice-president – The First vice-president shall be administrative vice-president and shall assist the president in the performance of the duties of that office. The First vice-president shall perform the duties of the president in the absence or disability of the president and shall succeed to the office of president in the event of a vacancy in that office. The First vice-president may have other powers and duties as prescribed by the executive committee.
  
- C. Second vice-president – The Second vice-president shall serve as parliamentarian and shall have such other powers and duties as prescribed by the executive committee. In the event of a vacancy in the office of the First vice-president, the Second vice-president shall assume that office.
  
- D. Secretary – The Secretary shall keep minutes of all membership meetings and all executive committee meetings. The secretary shall keep any other records except financial records of the organization as may be required and shall receive all official notices and give all required notices. The secretary may have other powers and duties as prescribed by the executive committee including notices for training and membership dues. All records in the possession of the secretary shall be turned over to the successor secretary and shall remain the property of the Association.
  
- E. Treasurer – The Treasurer shall receive and disburse all moneys of the Association, keep all financial records, and prepare quarterly financial reports to the executive committee. All claims to be paid by said Treasurer shall require board approval prior to payment at any scheduled board meeting, through email, or by any other electronic method. The Treasurer shall have the power to designate a bank as the Association bank, which must be a FDIC insured bank within the State of Oklahoma, and have the authority to conduct daily business through such methods as online banking. The Treasurer shall be responsible for investing idle funds of the organization in insured time deposits or federal treasury securities to maximize income to the organization. Upon election of a successor treasurer, the outgoing treasurer shall arrange for

transfer of all records in his possession to the successor and shall arrange for transfer of registered bank signatures to the successor treasurer.

## **Section II – Committees**

- A. Executive Committee – The Executive Committee shall be responsible for the day-to-day affairs of the organization and shall meet as deemed necessary by said committee. A quorum shall be as outlined in the constitution.
- B. Membership Committee – The Membership Committee shall promote the Association and Membership therein. They shall meet at least annually and shall from time to time, as needed, make recommendations on membership policies, dues, and other membership concerns. The Executive Committee shall appoint the chairperson of the Membership Committee and the Secretary and Treasurer shall serve as ex-officio members of the committee in addition to the President.
- C. Education Committee – The Education Committee may establish educational programs and goals of the Association and shall organize the educational seminars and other sessions, which the Association may form time-to-time, sponsor. The Executive Committee shall appoint the chairperson of the education committee. The First vice-president shall serve as an ex-officio member of the Education Committee in addition to the President.
- D. Other Committees – The Executive Committee shall, as the need arises, establish other committees, which shall be temporary committees.
- E. Responsibilities – All committees established above or as hereinafter may be established shall report and be responsible to the Executive Committee. All actions and programs shall be subject to the approval of the Executive Committee.
- F. Committee Membership – Should any committee member fail to participate in more than two consecutive committee meetings without notice to the chairman, said member shall be automatically removed from the committee and replaced.

## **ARTICLE III**

### **ADMINISTRATION AND FINANCE**

#### **Section I – Dues**

Annual dues to finance the functions of the Association shall be as determined by the appointed board:

The annual dues shall be due and payable as of January 1st, annually. Membership shall be suspended when dues are not paid by March 1st, annually.

#### **Section II – Fees**

The Association may present programs and activities from time to time; the participation in which shall be subject to payment of a fee. Said fee shall be established by the Education Committee and approved by the Executive Committee prior to levy.

#### **Section III – Fiscal Year**

The fiscal year for the Association shall be January 1st through December 31st annually.

#### **Section IV – Elections**

The Executive committee shall be responsible for preparation of annual nominations for Association officers and members-at-large. Any member or associate member in good standing may offer nominations from the floor. All persons elected to office must be members in good standing.

#### **Section V – Amendments**

Upon petition of 10% of the membership, or by proposal of the Executive Committee, amendments to the by-laws may be recommended to the membership present at any annual or special meeting of the Association.

#### **Section VI – Disbursement Approval**

The Executive committee shall establish procedures and levels of authority for disbursements of Association funds.

### **Section VII – Delegates to National Convention**

The Association upon approval of the executive committee may pay the expenses of the State Representative and the President or his representative in attending the Governmental Finance Officers Association or the United States and Canada annual conference and business meeting. In addition, the Association upon approval of the Executive committee may pay the expenses of the State Representative in attending planning sessions.

### **Section VIII – Annual Financial Review**

A non-board member or associate member shall annually perform a review of the financial reports, as presented by the Treasurer of the Association, and approved at the annual conference.

AMENDED  
CONSTITUTION OF  
THE GOVERNMENT FINANCE OFFICERS ASSOCIATION OF  
OKLAHOMA

Article I

Section I – Name

The organization shall be known as the “Government Finance Officers Association of Oklahoma” with such powers, rights and duties as herein provided.

Section II – Purpose of Organization

The purposes of the organization shall be:

- A. To promote the use of efficient financial management systems by governmental organizations within Oklahoma;
- B. To improve the knowledge and skills of all individuals concerned with government finance;
- C. To promote the orderly development of accounting, budgeting, and financial reporting procedures in cooperation with the Government Finance Officers Association of the United States and Canada, the National Council on Governmental Accounting, the Governmental Accounting Standards Board and, all other organizations established with similar goals; and
- D. To provide a forum for the discussion and analysis of financial problems arising under the laws of the United States, the State of Oklahoma, local charters and ordinances, and other subjects of mutual concern to public finance officials.

Section III – Status of Organization

This Association shall operate exclusively for charitable and educational purposes in such manner so as to qualify the Association as an exempt organization under Section 501(c) of the Internal Revenue Code. In particular, the Association shall not operate for profit and no part of the income of the Association shall personally benefit any member, trustee, officer of the Association, or private individual (except that reasonable compensation shall be paid for services rendered to the Association in effecting its purposes). Notwithstanding any other provision of this Constitution, the Association shall not conduct or carry on any

activities not permitted to be conducted or carried on by an organization exempt under Section 501(c) of the Internal Revenue Code and the regulations of the Internal Revenue Service as they now exist or may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 of such Code and regulations, as they now exist or may hereafter be amended. In the event of dissolution of this Association, the assets shall be distributed only to other charitable organization(s), provided they have an exempt status, in accordance with the provisions of Section 501 (c) of the Internal Revenue Code of the United States.

#### Section IV – Powers

The Government Finance Officers Association of Oklahoma shall have perpetual succession and as such it and its successors shall succeed to possess all rights and privileges permitted by law. The Association shall exercise all powers whether expressed are implied within this Constitution or By-Laws to accomplish its purposes as enumerated in Article I, Section II.

#### Section V – Meetings

There shall be at least one meeting of the membership per year, which shall be the annual meeting. The time and place of the annual meeting shall be determined by the Executive Committee.

### ARTICLE II

#### Section I – Officers

The officers of this Association shall be a President, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer, who shall be elected by the membership of the Association at the annual meeting. The duties of the officers shall be the ordinary duties of such officers as enumerated by the By-Laws of the Association. The term of all elected officers shall be one year commencing with the succeeding fiscal year and an officer may serve no more than two consecutive terms in the same office.

#### Section II – Membership

Membership shall consist of members, associate members, and honorary members.

Members shall consist of all individuals employed by the State of Oklahoma or any political subdivision thereof in the field of finance, accounting, or other related areas of fiscal management.

Associate members shall consist of all other individuals who have an interest in governmental finance and may include, but not be limited to, auditors, educators, actuaries, bankers, and bond counsels. Associate members shall have all rights and privileges in the Association except that such associate members may not hold the offices of President, First Vice-President, Second Vice-President, Secretary, or Treasurer.

Honorary members shall be designated by the Executive Committee and shall have all rights and privileges in the Association except that such honorary members may not vote or hold office.

### Section III – Dues and Fees

The Association shall establish such dues and fees as deemed necessary.

## ARTICLE III

### Section I – Executive Committee

The Executive Committee shall consist of the officers of the Association, the Immediate Past President, and three (3) members-at-large. The Oklahoma state representative shall serve as a non-voting ex-officio member of the Executive Committee. They shall have general supervision over the management of the affairs of the Association and shall appoint the members of the committee hereinafter established. The three members-at-large shall be elected by the membership of the Association at its annual meeting. The term of the members-at-large shall be one year. A member-at-large may serve no more than two consecutive terms. No two members-at-large employed in the same city at the time of election may serve concurrently.

In the event of a vacancy in any office, including Executive Committee members-at-large, the Executive Committee shall fill the vacancy by appointment except for a vacancy in the office of President. The First Vice-President shall assume the office of President for the balance of the unexpired term. In the event the First Vice-President is unable to assume the office of President, the Second Vice-President shall assume the office of President.

### Section II – Other Standing Committees

The committees of the organization shall consist of the Education Committee and such other committees as deemed necessary. The duties of the committees shall be as enumerated in the By-Laws of the Association or as delegated by the Executive Committee.



## ARTICLE IV

### Section I – Adoption of Constitution

This Constitution shall be in force and effect upon adoption of a majority of the votes cast at the Association's organizational meeting.

### Section II – Amendments

Amendments to this Constitution may be made upon approval by a two-thirds majority of the votes cast at the annual meeting.

(This amended Constitution approved by the Membership in regular meeting this 22<sup>nd</sup> day of October, 2010.)