



Oklahoma Private Investigators Association, Inc.

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BYLAWS

ARTICLE I

NAME

The name of this organization shall be "The Oklahoma Private Investigators Association";

- A. This association shall have at least two chapters with their principle sites being Oklahoma City and Tulsa.
- B. Members of this organization may join the respective chapter nearest them.
- C. Each chapter will support the goals of the state organization and work effectively to promote membership in the organization.

ARTICLE II

PURPOSE

The purposes of this organization are;

- A. To promote the professional development of Private Investigators in the State of Oklahoma.
- B. To assist members to achieve a higher form of excellence.
- C. To educate members on new and existing legislation affecting private investigators.
- D. To develop education workshops to assist the investigators in their profession.

ARTICLE III

MEMBERSHIP

Section 1

Types of membership shall consist of charter, active, associate, and honorary;

- A. Charter members shall be those qualified individual who have submitted their dues by December 3 1984.
- B. Active members shall be those qualified individuals who have submitted their dues after December 31, 1984.
- C. Associate members shall be those individuals who are not licensed private investigators, but who have a professional interest in the investigative field, such as attorneys, law enforcement officers, etc. These members cannot vote on chapter or state issues, and may not hold office in the organization.
- D. Honorary membership may be conferred upon an individual who is chosen by the Executive Board for such honor. Such member shall have the same privileges as an associate member.

Section 2

Qualifications for membership are;

- A. Charter member must be a licensed private investigator who submitted their application and dues before December 31, 1984.
- B. Active member must be a licensed private investigator who has submitted their application and dues after December 31. 1984. An active member in good standing is a voting member of the organization and shall have the same rights and privileges as a charter member.

- C. Associate member must be a member of the legal or investigative professions, but not a licensed private investigator. An associate member is a non-voting member and may not hold office in either local or state chapters.
- D. Honorary member must be chosen by the Executive Board from recommendations from any member in good standing. Such a member does not have to be in the legal or investigative field. Such member is entitled to the same rights and privileges as an associate member.

Section 3

All applicants for membership must meet all current and/or future state licensing requirements;

- A. Applicants shall be provided an application form along with any other material deemed necessary.
- B. Association members shall participate in the affairs and programs of the Association.
- C. Association members shall speak, act, and perform in a manner which reflects the Associations best interests.
- D. Applicants shall sign a statement incorporated into the application form stating that the applicant if elected to membership, will adhere to the rules, regulations, and by-laws of the Association.
- E. Membership Certificates shall remain the property of the Association. Any member who his or her membership, or is dropped by the Association for cause shall upon written notice, surrender said certificate to the Association.
- F. Any member who fails to renew their membership by January 31st will be dropped from the Association, its' roster, and web site. For such a "dropped" member to be reinstated, they must pay the fee of new membership as well as an administrative fee for reinstatement to the web site.

Section 4

DUES: The Board of Directors shall have the power to set yearly dues for the Association;

- A. Notice shall be published in the newsletter sixty (60) days prior to any proposed changes in the yearly dues going into effect.
- B. Statements for annual dues will be mailed to all members the last month of each year with fees payable to Oklahoma Private Investigators Association no later than January 31st of the next calendar year. Those members paying their dues after January 31st will be charged the same as a new member.
- C. Dues paid by new members in the last quarter of the year will be valid for that quarter as well as the next calendar year.

Section 5

Non payment of dues

- A. A member who has not paid the current dues by January 31st of the current year will be dropped from membership after notification by mail from the Treasurer.

ARTICLE IV

THE EXECUTIVE BOARD

Section 1

The Executive Board shall consist of the elected officers of the Association, and the current presidents of the local chapters.

Section 2

The Executive Board shall handle the regular business of the organization.

Section 3

Regular meetings of the Executive Board shall be held quarterly, with a minimum of four (4) meetings per year. Special meetings may be called by the State President or the First Vice President.

Section 4

Quorum - A quorum for conducting the business of the Executive Board shall be not less than four (4) members of the Board, empowered to vote.

Section 5

The Board of Directors shall not incur expenses in excess of available funds.

ARTICLE V

OFFICERS AND COMMITTEE CHAIRPERSONS

Section 1

There shall be the following elected officers:

1. President
2. First Vice President
3. Second Vice President
4. Secretary
5. Treasurer

Section 2

An officer or committee chairperson who does not comply with the assigned responsibilities may be relieved of office by a majority vote of the Executive Board. Appointment of a replacement will be made by the President, with the approval of the Board. Should the President of the Association be removed then the First Vice President shall take over the responsibilities of President and finish out his term.

Section 3

The heads of all committees shall be appointed by the President immediately after installation. They are to be approved by the Board.

Section 4

The State and Chapter officers and their phone numbers as well as the committee Chairpersons, shall be published in each quarterly Association newsletter.

Section 5

All officers and Executive Board Members shall attend a minimum of 1 seminar per year and a minimum of 50% of all Board Meetings per year.

Section 6

The Association shall maintain a telephone number that shall be used for Association business only. This number shall be answered by an answering service or a "voice mail" system and shall be monitored by the Board of Directors on a rotating schedule. Any and all request for private investigators taken over this line shall be logged and referred to Association members specializing in the filed requested and in the geographic area necessary. At no time shall the Board member responsible for the monitoring of the line accept the assignment requested as his own. The Board member assigned to monitor the messages will check it at least twice daily, and respond to request for information or service ASAP. Said telephone line shall be advertised in the Yellow Pages of at least the OKC and Tulsa phone directories.

ARTICLE VI

ELECTIONS

Section 1

A Nominating Committee of three members consisting of the two Chapter Presidents and one active member in good standing shall be appointed by the Board. Prior to the annual election this Committee shall meet to review submitted resumes and/or to nominate eligible candidates. The Committee shall adapt whatever reasonable rules and procedures, not in opposition to the By Laws, are necessary to conduct the election.

Section 2

Any Active Member in good standing for a minimum of six (6) months shall be eligible for nomination and/or election to office. A request for candidates for office will be posted in the *Informer* or other electronic communication before resumes are due. Members wishing to run for office will submit a resume of not more than 150 words to the Nominating Committee.

Section 3

The annual election of officers shall be conducted by a mail-in ballot during the November 1st thru 15th time period. The mail-in ballot will be included in the *Informer*, or a special election mailing. Also included, will be the short resumes produced by the candidates and an envelope addressed to the Association's address. If there is more than one candidate per office, the candidates will be listed in random order determined by a drawing supervised by the Nominating Committee. If there is only one candidate per office, that person's name will be listed on the ballot without opposition and declared the winner. Members in good standing will be allowed one vote for each contested position. Improperly marked ballots will not be counted, however, only those individual contests that are marked improperly will be disallowed. Members may not vote by proxy, and may not assign their vote to another person. Sealed ballots will be collected and delivered unopened to the Board at a scheduled Board Meeting to be conducted in a timely manner in which the membership is welcome and encouraged to attend. At the Board meeting, the President or Vice-President shall preside and appoint two members as tellers to open, sort, and count the votes. The opening and recording of ballots must be in full view of the assembled membership. No ballot shall be cast or counted other than the ones received in sealed envelopes postmarked prior to the deadline with the member's signature in the return address section.

The Secretary shall verify that the name on the envelope is that of a member in good standing. The envelope shall then be opened and separated from the ballot. Once all ballots have been separated, one of the tellers shall then examine each ballot singly, pass the same to his/her associate, who shall read the name of the selected candidate for each office, and the Secretary shall tally the same. The presiding officer shall announce the results to the Association and shall declare elected the candidates receiving the majority of the votes.

If there is a tie for any position, the winner will be chosen by agreement of the candidates or a coin toss.

Section 4

The elected officers shall take office July 1st next. Term of office shall be two (2) years with no limitation on terms of service.

Section 5

Chapter Officers shall be elected to one (1) year terms during the month of November and take office January 1st, next.

ARTICLE VII

DUTIES OF OFFICERS

Section 1

The President shall;

- A. Preside at all meetings of the Executive Board and general business meetings of the organization as well as any special meetings.
- B. Appoint committee chairpersons immediately after installation.
- C. Make interim appointments as needed, with the approval of the Executive Board.
- D. Sign all checks with the Treasurer.
- E. Sign all contracts with the Secretary, after approval of the Executive Board.
- F. Sign all membership and training certificates with the Secretary.
- G. Serve as an ex-officio member of all committees except that of the nominating committee, and
- H. Call special meetings when necessary.

Section 2

The First Vice President shall;

- A. Perform the duties of the President in his absence.
- B. Perform those duties assigned by the President.
- C. Be responsible for the Association's continuing education program.
- D. Be empowered to call special meetings of the Board, or the general membership should the President be absent or otherwise unavailable or after a request from a majority of the Board members or ten charter or active members in good standing.

Section 3

The Second Vice President shall;

- A. Perform such duties as assigned by the President.

- B. Perform the duties of the President should both the President and First Vice President be absent.
- C. Assist the First Vice President with the continuing education program.

Section 4

The Secretary shall;

- A. Record the minutes of all proceedings of the Board and membership meetings.
- B. With the President shall sign all contracts for the Association.
- C. Sign all member and attendance certificates.
- D. Provide copies of the By-laws and Ethics to all new members within thirty (30) days of their becoming a member.
- E. Have any amended or revised By-laws available for all members.
- F. Mail a copy of the recorded minutes to each Board member within fifteen (15) days following a Board meeting.
- G. Maintain a permanent record book with the type written minutes of each meeting of the general membership and the Board of Directors. The record book shall be passed to the next Secretary.
- H. Shall set the date and time for any special Board meeting and notify the members of the Board of the same.

Section 5

The Treasurer shall;

- A. Have charge of all funds of the Association.
- B. Have his books available for inspection at the regular business meetings.
- C. Sign all checks with the President, Vice President, or Secretary.
- D. Send statements for annual dues to all members the last month of each year.
- E. Provide a printed report for each Board member at every Executive Board meeting, listing expenditures, debts, and current balances of any and all bank accounts.
- F. Provide financial records to an accountant approved by the Board, for filing of appropriate tax returns.

ARTICLE VIII

MEETINGS

Section 1

- A. There shall be one (1) general membership meeting per year. This meeting will be held in conjunction with the training seminar.
- B. Meetings shall alternate between the home cities of the chapters, or at a location centrally located within the state, as voted on by the membership.

Section 2

Special meetings called by the President:

- A. Upon written notice of ten (10) charter or active members. in good standing, the President shall call a meeting.
- B. Notice of special meetings shall be given to the members by mail, postmarked no later than thirty (30) days prior to said meeting.
- C. Special meetings must be held in the principle site of one of the chapters.

Section 3

A quorum for conducting business of a regular or special meeting, shall be no less than ten (10%) percent of the membership empowered to vote.

Section 4

All meetings of the Association as well as the Board of Directors shall be held in compliance with the current edition of "Robert's Rules of Order", a copy of which will be maintained by the First Vice President, who shall be responsible for making certain that they are followed. Should an occasion arise in which the Association By-laws come into conflict with Robert's Rules of Order, the Bv-laws shall supersede Robert's Rules of Order.

Section 5

The Board of Directors may, at the request of a majority of the Board, conduct association business and Executive Board votes on given issues, via any form of electronic communications or the regular US Mail. Such business and or vote shall be considered official.

ARTICLE IX

DISCIPLINE

Section 1

Charges of breach of Ethical Conduct, professional dishonesty, working against the principles of the Association, and/or injuring the professional reputation of a member may be filed in a written statement signed by a member in good standing and sent to the Ethics Committee.

Section 2

Refer to OPIA Code of Ethics for further procedural information.

ARTICLE X

GENERAL COUNSEL

Section 1

A. The President may appoint or retain an attorney licensed to practice in the State of Oklahoma to serve as General Counsel to the Association. for the purpose of addressing issues pertinent to the preservation of the lawful conduct of the Association and its; members as an Association in matters of licensing, compliance with Federal, State, and Local laws and Ordinances, or other subjects deemed necessary by the President, and General Counsel will attend and provide guidance in Board meetings.

Section 2

Accounting and tax returns;

- A. The Board of Directors at the beginning of each administration will study and appoint or retain a qualified Certified Public Accountant to maintain the financial records of the Association and provide reports to the Treasurer.
- B. In addition, the Certified Public Accountant will prepare in a timely manner any tax returns required by the IRS or other agency of jurisdiction and present the returns to the Board for approval and signing in a manner that will not jeopardize the Association status as a non profit organization. Preference will be given to CPAs who volunteer their services at no charge to the Association.
- C. The schedule for payment of fees to the General Counsel will be set at the time of the agreement and will be approved by the Board of Directors prior to the commencement of any legal matters. Preference will be given to attorneys who volunteer their services at no charge to the Association.

ARTICLE XI

AMENDMENTS

- A. Proposed amendments to the By Laws shall be submitted in writing to the By Laws committee. If no By Laws committee has been appointed, such amendments should be submitted directly to the Board of Directors.
- B. Within thirty (30) days after the submission of the proposed amendment, the By Laws Committee will present the proposed new bylaws to the Board of Directors along with their recommendations for approval or rejection by the Board.
- C. Proposed amendments approved by the Board of Directors shall then be presented to the voting membership via electronic means or a special mailing a minimum of fifteen (15) days prior to a mail in vote to be conducted in accordance with procedures established in Article VI.
- D. The By-Laws may be amended or revised by an affirmative vote of two-thirds (2/3) of the membership.

ARTICLE XII

DISSOLUTION

In the event of dissolution of the Oklahoma Private Investigators Association, remaining assets, after the satisfaction of all obligations of the Association, shall be distributed for purposes, with the scope of Internal Revenue Service Code 501 C (3), or amendments thereof.

Amended and revised by the By-laws Committee on 05-01-98
Voted on and approved by the general membership on 08-01-98

Amended and revised by the By-laws Committee on 05-15-99
Voted on and approved by the general membership on 07-17-99

Amended and revised by the By-Laws Committee on 06-20-2011
Voted and approved by the general membership on 08-06-2011

Amended and approved by the By-laws Committee on 09-26-2015
Voted and approved by the general membership on 12-12-2015