
B Y L A W S
O F
TULSA INTERAGENCY COUNCIL FOUNDATION
A NOT- FOR- PROFIT CORPORATION

ARTICLE I
NAME AND ADDRESS

Section 1. The legal name of this organization is the Tulsa Interagency Council Foundation.

Tulsa Interagency Council was incorporated as a not-for-profit corporation with the State of Oklahoma under the name of Tulsa Interagency Council Foundation on October 12, 2005. This organization, however, will continue to operate under the name of Tulsa Interagency Council in all of its normal activities and business dealings. (Herein referred to as Tulsa Interagency Council)

Section 2. The principal office of this organization shall be located in Tulsa, Oklahoma.

ARTICLE II
PURPOSE

Section 1. The purpose of Tulsa Interagency Council shall be to bring together agencies and organizations that provide services to our aging population in the Tulsa Metropolitan area and surrounding towns in order to keep abreast of the housing and service options available through networking opportunities and providing relevant education for members of the council.

ARTICLE III
MEMBERSHIP

Section 1. Members

Members of this organization shall be comprised of representatives of agencies and organizations in the Tulsa area having the same interest as stated in Article II. Each membership in the agency/organization allows for the attendance of two (2) participants at each meeting. Additional participants from the same organization will be required to pay an additional membership fee per year for each representative. Organizations which are owned by the same corporate entity; have multiple locations; and are incorporated under different names will be treated separately and shall be subject to the same rules regarding membership stated above.

Section 2. Visiting Participant

Community agencies/organizations may send one (1) visiting participant to one (1) meeting prior to full membership in the organization. No member privileges are offered to such Visiting Participants. Continued attendance will require paid membership in the Tulsa Interagency Council. Visiting Participants may be limited based on seating availability.

Section 3. Cancellation Policy

Should a member discover that he or she is unable to attend a meeting for which a reservation has been made, that member is responsible for contacting the designated representative to cancel the reservation. Cancellations must be received by the close of business on the day preceding the meeting.

Section 4. Dues

The Board of Directors shall set dues for members from time to time. Membership dues periods will be based on the month organizations remit their dues for membership

Section 5. Voting Privileges

Each member in good standing shall have one (1) vote at any meeting of the membership and no class of membership shall have a preference or right over any other.

ARTICLE IV BOARD OF DIRECTORS

Section 1. Board of Directors

A Board of Directors shall manage the business and affairs of the organization. The Board shall determine the policies of the organization or changes therein within the limits of the Bylaws; shall actively pursue its purposes; and shall have discretion for the disbursement of its funds. It may adopt such rules and regulations, as needed, for the conduct of the organization.

The number of members of the Board shall be no less than eight (8) and no more than eleven (11) members

Section 2. Executive Committee of the Board of Directors

The Executive Committee shall consist of the elected officers of the organization which shall be President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer I and Treasurer II. The Executive Committee may appoint up to three (3) additional voting board members to act in an advisory capacity regarding the affairs of the organization.

Section 3. Duties of Officers

President:

- A. Chairperson of the Board of Directors.
- B. Preside at all meetings of the Board and the general membership.
- C. Be an ex-officio member of all committees.
- D. Perform all the duties usually pertaining to the office of the President.

Vice President:

- A. Preside at all meetings of the Board of Directors and general membership in the absence of the President.
- B. Responsible for scheduling monthly meeting member hosts, meeting locations and programs as well as special events for each Board year.
- C. Perform all the duties usually pertaining to the office of Vice President.

Corresponding Secretary:

- A. Preside at meetings of the Board and general membership in the absence of the President and Vice-President.
- B. Give notice of all meetings and events to the membership.

Recording Secretary:

- A. Preside at meetings of the Board and general membership in the absence of the President, Vice-President and Corresponding Secretary.
- B. Handle all necessary correspondence of the organization.
- C. Keep minutes of all Board meetings and distribute these to all Board members prior to the next Board meeting.
- D. Keep a copy of all minutes in a permanent file and pass it on to the Secretary Elect.

Treasurer I:

- A. Be custodian of all funds of the organization.
- B. In conjunction with Treasurer II, keep a record of the accounts of the organization; deposit all monies in a bank designated by the Executive Committee, subject to withdrawal for authorized purposes; and make payments in accordance with the budget.
- C. Report on the financial condition of Tulsa Interagency Council at regular meetings of the Board of Directors and to the general membership at the Annual Membership Meeting.
- D. With the President, arrange for an audit of the accounts by the Finance/Audit Committee or an accounting professional at the end of each calendar year

Treasurer II:

- A. Work with Treasurer I to insure that all accounting records and accounts are accurate and in good order.

Member(s) at Large:

- A. Act as a greeter and guide attendees through the registration process for meetings and special events.

Section 4. Terms

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| A. President | 1 year |
| B. Vice President | 1 year |
| C. Corresponding Secretary | 2 years |
| D. Recording Secretary | 2 years |
| E. Treasurer I | 2 years |
| F. Treasurer II | 2 years |
| G. Member at Large | 1 year |
| H. Immediate Past President | 1 year |

Section 5. Vacancy of the Board

In the event of a vacancy, the Board of Directors may elect a successor to fill the position for the unexpired portion of the term.

Section 6. Board Member Compensation

Directors of the organization shall not receive any compensation for their services; however, the Board may authorize reimbursement of expenses incurred in the performance of their duties.

Section 7. Informal Action by the Board

Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken by the Board may be accomplished without a meeting if a quorum of the Board members (Article VII) consent in writing through fax, mail, or by electronic mail to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the directors shall be filed with the minutes of proceedings of the Board.

ARTICLE V ELECTIONS

Section 1. The officers shall be elected by the membership at the November meeting from a slate of candidates recommended by the Nominating Committee chaired by the Immediate Past President. Additional nominations may be recognized from the floor. One (1) Member at Large will also be elected at this time, using the process outlined in the

foregoing statement. The President may also select one (1) Member at Large each year at his or her discretion.

Section 2. Officers shall take office in January of the following year and shall serve their term as outlined in the Board of Directors section of Article IV, Sec 4 or until his or her successor is duly elected. Officers will be eligible to serve additional terms if re-elected.

ARTICLE VI COMMITTEES

Section 1. Committees

The Board of Directors shall determine the size of committees, establish their terms of existence (Standing or ad hoc) and appoint the chairperson and members. Non-Board members may serve on committees.

The Standing Committees shall be as follows:

- A. Executive Committee
- B. Finance / Audit
- C. Annual Programs – Charitable and Scholarship
- D. Directory and Website
- E. Membership and Events

ARTICLE VII MEETINGS AND QUORUMS

Section 1. Meetings & Quorums

- A. Meetings of the Board of Directors shall be held monthly for the purpose of receiving reports and transacting organizational business. Seven (7) members of the Board of Directors present at a regular board meeting shall constitute a quorum.
- B. Meetings of the membership shall be held monthly and will be open to all interested persons, but voting will be limited to eligible members. The members present at a regular meeting shall constitute a quorum.
- C. An Annual Membership meeting will be scheduled in February of each year. Treasurer I shall present the previous year's financial report and the current year's budget previously approved by the Board of Directors.

ARTICLE VIII FINANCE

Section 1. Fiscal Year

The fiscal year shall be the calendar year. January 1st through December 31st.

Section 2. Proceeds from Dues and Events

All proceeds from funds received for dues and events shall be expended only for purposes approved by the Board of Directors.

ARTICLE IX ANNUAL PROGRAMS

Section 1. Gifts to Charitable Organizations

Tulsa Interagency Council shall make an annual contribution of cash and/or gifts-in kind to at least one (1) non profit group which is deemed to be worthy. The Board of Directors shall

choose one or more prospective recipients whose names will be presented to the members for their final selection and approval.

Section 2. Academic Scholarships

- A. Tulsa Interagency Council shall award at least one (1) academic scholarship annually to an individual seeking advanced education and training in disciplines that are representative of the Council's membership organizations in the Tulsa Metropolitan area.
- B. The Scholarship Committee shall disseminate application packets to member organizations as well as educational institutions in the community to distribute to eligible employees. A deadline shall be set and the Committee will select the Scholarship Recipient from the applications submitted with the approval of the Board of Directors.
- C. Tulsa Interagency Council shall seek opportunities for matching funds for scholarship awards by partnering with educational organizations as well as other groups when possible.

**ARTICLE X
DISSOLUTION OF ORGANIZATION**

Section 1. Distribution of Assets

If at any time the Board of Directors deems it necessary to dissolve Tulsa Interagency Council, the assets of this organization shall be donated to a charitable organization or a community project whose mission is considered worthy.

**ARTICLE XI
AMENDMENTS & RULES OF ORDER**

Section 1. Amendments

On the recommendation of the Board of Directors, the membership of the organization may amend, revise, repeal, or rescind these Bylaws and/or adopt new Bylaws by a majority vote of eligible members present at any meeting of the organization, provided that written notice of such action pending shall have been given at least seven (7) days preceding the meeting.

Section 2. Rules of Order

Robert's Rules of Order, Newly Revised, shall be the primary authority for all matters of procedure not specifically covered in these Bylaws.

Original Bylaws Adopted by the Membership of the Tulsa
Interagency Council:

President: Andrew Garrean

Date: May, 2002

Amendment I – Legal Name; Amendment II – Dues Periods; and
Amendment III – Annual Programs. Approved by the
Membership of the Tulsa Interagency Council Foundation:

President: Phil Black

Date: September 5, 2007

Revised Bylaws Adopted by the Membership of the Tulsa
Interagency Council Foundation:

President: _____

Steve Juett

Date: February 6, 2013