

**Bylaws**  
**Oklahoma State Auctioneers Association**

**Standing Rules**

1. Dues are to be paid annually on January 1.
2. The rate of dues is **determined by membership at Annual Meeting** and payable in advance. **As of February 2016 dues are \$100 per year.**
3. Delinquency notices must be sent to members.

**Status**

Original 1971  
Amended 1987  
Amended 1990  
Amended 1991  
Amended 1992  
Revised 1995  
Amended 1999  
Revised 2003  
Revised 2012  
**Revised 2016**

**Article I. NAME**

The official name of this organization shall be Oklahoma State Auctioneers Association. The use of the letters OSAA and the Association used herein are authorized.

**Article II. OBJECTIVE**

The **objective** of the OSAA is to concisely express in the following sections the various aspects, interests and aspirations of our organization.

- Section 1. The promotion and advancement of our members in the profession of auctioneering as a viable business marketing system is a primary goal.
- Section 2. This Association will strive to protect the interest of all of our members in matters of legislation that affects our profession.
- Section 3. The Association is dedicated through continuing education to advance through technical training, general instruction, exchange of ideas and frequent meetings, and the development of individual members.
- Section 4. This Association will encourage patriotism and loyalty to the **constitution and** to the government of the United States.
- Section 5. This Association will exclude discussion on all questions, which verge on immorality, sectarianism and racism except as such topics become legislative issue affecting the profession.
- Section 6. This Association must advance the established goals and strive at all times to make the public more auction-minded by advertising the advantage of selling at auction, by conducting charitable auctions, promoting auction publicity, by being auction salesmen and by utilizing the phrase "Member Oklahoma State Auctioneers Association" within the regular advertising program of the membership.
- Section 7. The official emblem of this Association shall be the American Golden Eagle (Aquila chysetos) with wings spread wide in an effort to raise aloft, carrying in his talons the crossed gavels of the auction profession, and, in his beak, a waving banner emblazoned with the name "Oklahoma State Auctioneers Association."

Section 8. This Association shall present an annual Hall of Fame award to the person, who through outstanding effort, complete dedication and service, contributed to the advancement of the auction marketing system and the Oklahoma State Association of Auctioneers.

### Article III. MEMBERS

This article sets forth the requirements for eligibility of members, describes the method of application and details the classes of membership.

#### Section 1. Eligibility for membership

Any auctioneer or other person actively engaged, directly or indirectly, in the auction marketing profession is eligible to complete a formal application form for membership.

- A. The applicant must be honest, upright and worthy of confidence.
- B. The applicant must be of good moral character.
- C. The applicant must be recommended by a member of the Association.
- D. The applicant must be willing to affirm that he (she) will support these bylaws or amendments thereof, that he is not affiliated with any subversive organizations. **and that he does not advocate the overthrow of the United States Government.**
  - 1) The applicant must complete a formal application to the Secretary-Treasurer who will in turn present the application to the Board of Directors at a regularly scheduled meeting.
  - 2) The first year's dues as stated in Standing Rule 1 of the bylaws must accompany the application for membership.

#### Section 2. Membership Categories

- A. Regular members. This category of OSAA membership includes all members paying dues and not otherwise classified.
- B. Associate members. This category of membership in OSAA is open to those corporations, firms or individuals that are not classified as auctioneers but are involved directly or indirectly with the auction marketing system.
  - 1) This category of OSAA members includes, but is not limited to cashiers and assistants, sales managers, concessionaires, printers, equipment leasing/rental companies, insurance agents/companies, financial institutions and audio engineers or sound technicians **or other vendors.**
  - 2) Associate members shall not be eligible to vote, hold office in the Association nor participate in the business of the Association.
- C. Honorary members. Honorary memberships in OSAA may be granted by action of the Board of Directors to members and non-members in recognition for outstanding service rendered to or on behalf of OSAA or the auction marketing profession.
  - 1) Honorary members are not required to pay dues.
  - 2) Honorary members shall not be eligible for office nor shall they vote or take part in the business sessions of OSAA.
- D. Life members. Life membership shall be made available at a rate of fifteen (15) times the current membership rate.

Section 3. Dues paying members of OSAA shall find information on the current dues or fee structure in Standing Rule Number 1 of these bylaws.

Section 4. The Treasurer of OSAA is authorized to accept fees for members of this Association when they are paid by individuals, firms, companies, or corporations.

### Article IV. BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE

#### A. Board of Directors

- Section 1. The Board of Directors of this Association has full authority to act for the Association between Annual Meetings. The Board shall annually review all policies and procedures established by the Board.
- Section 2. Composition: The Board of Directors shall be composed of five members elected at the annual meeting of the membership. The term of office of each director shall be staggered so the terms of not more than two (2) directors shall expire in any one-year. As the term of office of each of these directors expire, a successor shall be elected who shall serve for three years. A full term shall be defined as three (3) years.
- Section 3. Eligibility: All directors shall have a minimum of two years experience as a regular member of this Association, and meet any other requirement as set forth by Board policy.
- Section 4. Term Limits: No member may serve more than two (2) consecutive full terms.
- Section 5. Removal from Office: Any director of the Association may be removed from the office without cause by vote of not less than two-thirds of the members present at any annual or special meeting if the notice to the members for the meeting indicates that such a vote will be taken to remove a director. The director shall be informed in writing of the charges proffered against him/her at least ten (10) days before such meeting and at such meeting shall have an opportunity to present witnesses and be heard in person or by counsel in answer thereto.
- Section 7. Board Organization. The Board of Directors shall hold a meeting within ten (10) days after the adjournment of the annual meeting of the membership for the purpose of organizing the Board of Directors and electing the President, Vice President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by the same person.
- Section 8. Installation: The elected directors shall be installed at the Annual Meeting.
- 1) Affirmation of duties. All directors, as a part of the installation ceremony, shall be required to make the following affirmation. "I do solemnly swear that I will faithfully discharge the duties of my office to the best of knowledge and ability."
  - 2) The newly installed directors will assume their duties immediately after adjournment of the Annual Meeting in which they were elected and installed.
  - 3) An exception is made for the Secretary and Treasurer (or the Secretary-Treasurer) who are given thirty (30) days to get their books in order and the Treasurer's books audited.
- Section 9. Vacancies on the Board. Whenever a vacancy occurs in the Board of Directors, other than from the expiration of a term of office, the remaining directors shall elect a member to fill the vacancy until the next regular annual meeting of the membership, at which time the membership shall elect a director to serve any unexpired term.
- Section 10. Meetings. The Board of Directors shall meet at each meeting of the Association on a schedule and at a place agreed upon by the Board of Directors.
- 1) The Secretary shall send out notice of the regular meetings giving a place, date and time. The room number of meeting assignments should be included if available.
  - 2) The Board of Directors may, by unanimous consent, hire an Executive Secretary. The Executive Secretary will assume the duties and responsibilities of the Association Secretary and the Association Treasurer as outlined in the By Laws and if so directed by the Board of Directors. The Board of Directors shall monitor the actions and performance of the Executive Secretary and the Board shall be responsible to audit all monies, accounts payable, accounts receivable, and any other documents that the Board may deem necessary. The Association Secretary and the Executive Secretary shall consult to insure all duties of the Association Secretary and Treasurer are met. All Association records, membership list, contact list, bank records, correspondence, legal communications or any other documents, equipment or materials which are, or may be, in the possession of the Executive Secretary are the property of the Association. If the employment of the Executive Secretary is terminated, all of the above items shall be presented to the Association Secretary within 5 days of said termination.
- Section 11. Special meetings of the Board of Directors may be called by the President at any time. The President, upon the request of three Board members shall be required to call a special meeting of the Board of Directors.

- Section 12. 1) The meeting notice must specify the purpose or purposes of the meeting.  
Geographic Representation  
1) The state of Oklahoma has, for purposes of establishing geographic representation, been arbitrarily divided into four (4) districts as follows. North West (NW), South West (SW), North East (NE) and South East (SE) and the districts are determined by I-35 and I-40.  
2) Geographic representation over the state should be considered in the election of members to the Board of Directors and appointment of committee chairmen. This process attempts to provide equal representation in the Association.
- Section 13. The Board of Directors acts on all applications for membership submitted by the Secretary-Treasurer.
- Section 14. Disciplinary Action. The Board of Directors shall be guided by Chapter XX of Roberts' Rules of Order Newly Revised on situations requiring such action.
- Section 15. Quorum of the Board of Directors shall be three members.

#### B. The Executive Committee

- Section 1. The Executive Committee of this Association is composed of the president, vice president and secretary.
- Section 2. The duties of the Executive Committee.  
1) The Executive Committee is authorized in an emergency situation to act for the Board of Directors.  
2) The President is authorized to use electronic or postal facilities to reach a consensus for action in an emergency situation.

The Board of Directors must be informed on any action taken by the Executive Committee.

### Article V. OFFICERS

- Section 1. Officers & Responsibilities: The officers of this Association shall be a President, Vice President, a Secretary and a Treasurer. The Secretary and Treasurer may be one person.

#### Duties of Officers

##### A. The President

- 1) The President is the Chief Executive Officer of the Association and shall preside at all regular meetings or special meetings, and at all meetings of the Board of Directors and Executive Committee.
- 2) The President shall represent himself to the public as the Executive Officer of this Association.
- 3) The President is expected to follow these bylaws and amendments thereto and observe and conduct business according to the rules of order adopted by the Association (See Article X, Parliamentary Authority.)
- 4) The President shall appoint all committee chairmen except the Nominating Committee.
- 5) The President is authorized to appoint all Special Committees with the approval of the Board of Directors.
- 6) The President is authorized to create new Standing Committees with the approval of the Board of Directors.
- 7) The President shall appoint an Auditor or Auditing Committee.
- 8) The President shall start all meetings on time and encourage punctuality by all members.
- 9) Perform such other duties as may be assigned by the Board of Directors; or which may arise in the course of business.

B. Vice President

- 1) The Vice President shall assist the President in his agenda and perform such duties as may be assigned to him by the President or Board of Directors.
- 2) The Vice President shall preside in the temporary absence of the President in all meetings scheduled during the absence of the President.
- 3) In the event of a vacancy in the Office of President, the Vice President shall assume that office immediately.
- 4) The vacancy thus created in the office of the Vice President shall be filled by the Board of Directors.

C. Secretary

- 1) The Secretary shall take minutes of the Annual, Regular and Special meetings of the Association, meetings of the Board of Directors and the Executive Committee.
- 2) The Secretary shall record the minutes of the annual meeting and present these minutes for approval by the membership at the following annual membership meeting.
- 3) The Secretary shall record the minutes of the Board Meetings and distribute them to the officers and or board members only.
- 4) The Secretary shall issue or cause to be issued notices of all Board of Directors and membership meetings.
- 5) The Secretary shall receive membership applications and present them to the Board for consideration.
- 6) Perform such other duties that are generally associated with the position of Secretary of an organization or required by the Parliamentary authority (See Article X).

D. Treasurer

- 1) It is the duty of the Treasurer to receive all money (dues, fees, gifts) and to place the money in a bank account approved by the Board of Directors. Receipts must be given in all cases for the receipt of money with a retained copy for record purposes.
- 2) The Treasurer is responsible for the payment of all requests for money approved by the Board of Directors.
- 3) The Treasurer shall perform all such duties with respect to the finances of the Association as may be prescribed from time to time by the Board of Directors.
- 4) The Treasurer shall prepare the books for Audit at the Annual Meeting and at such other times as may be directed by the Board of Directors.

E. Secretary-Treasurer

- 1) When only one person is given the position of Secretary and Treasurer, the combined responsibilities shall be accomplished.

Section 2. Appointed officers: The following officers may be appointed as deemed necessary by the President. They are a corresponding Secretary and a Parliamentarian. The Parliamentarian must be a member of the Association.

Section 3. Eligibility: All officers except as noted must be regular members of this Association with a minimum of two years experience as a regular member of the Association.

## **Article VI. MEETINGS**

- Section 1. The meetings for this Association shall have both business and continuing education purposes. Meetings for the Association are classified as follows.
- A. Annual Meetings
    - 1) The Annual Meeting shall be held each year at a place and time approved by the Board of Directors. In an emergency, the Board of Directors, by a two-thirds vote in the affirmative, may change to another time. Communication by electronic or postal facilities is authorized.
    - 2) The Annual Meeting is for the purpose of nominating, electing and installing directors, hearing reports of officers and committee chairmen, presenting for resolution such items of business that may have accrued and giving officers and chairmen an opportunity to transfer files, records, equipment and such other items that may have accrued, to their successors.
    - 3) The Annual Meeting is an opportunity to have educational workshops, seminars or presentations with an educational message.
    - 4) The quorum for the Annual Meeting shall be the members present.
  - B. Regular Meetings. This class of meetings is a regularly scheduled event on a monthly, semi-monthly, bi-monthly or quarterly basis. The purpose is to transact business, have an educational program and adjourn. Care must be taken in planning and scheduling these meetings to geographically diversify meeting places so that the membership in the entire state can attend such meetings. Problems which arise from the different geographic areas of the state can be recognized and reconciled.
  - C. Special Meetings. This type of meeting may be called by the President or any three members of the Board of Directors to resolve specific problems that have been presented for resolution. This is a specially called business meeting for a specific purpose or purposes.

## **Article VII. NOMINATIONS AND ELECTIONS**

- Section 1. The Nominating Committee shall be composed of a chairman and two (2) members. Geographic distribution of members shall be considered in the formation of the committee.
- Section 2. The Nominating Committee shall be elected by the Board of Directors sixty (60) days prior to the annual meeting.
- Section 3. Duties of the Nominating Committee
  - 1) It shall be the primary duty of the Nominating Committee to interview each candidate selected for a director position.
  - 2) Any nomination made from the floor shall have the prior consent from the nominee that they will serve.
  - 3) Each candidate shall, during the interview, be informed of the duties of a director.
  - 4) The candidate shall sign a statement indicating that the duties of the position have been explained by the Nominating Committee member(s). The statement of the candidate shall include a sentence that if elected the candidate will serve and will attend Board meetings.

## **Article VIII. COMMITTEES**

### **A. Standing Committees**

- Section 1. Advisory Committee
  - a. Composition: This committee is composed of all past Presidents of the Association. The immediate past President becomes the chairman of the advisory Committee

- b. Duties: This committee serves in an advisory capacity to the President. Communications shall be in writing covering past or future policies or other questions referred to the committee by the President.
  - c. The Advisory Committee assists the President when consulted and may assist in recruitment of new members.
- Section 2. Education Committee
- a. This committee consists of a chairman and two members and serves as a clearing committee for continuing education and training or re-training of members. It initiates programs for the meeting of the Association.
  - b. The Committee promotes advanced professional training for members.
  - c. Reports at meetings on status of training activities.
- Section 3. Bylaws and Resolutions Committee
- a. This committee may be appointed when necessary and is responsible for the preparation and processing of amendments to these bylaws. (See Article XI, Amendments)
  - b. The committee shall present to the Board of Directors any resolutions or bylaws changes proposed by members.
- Section 4. Living Memorial Committee
- a. The Duties of this committee is to establish rules promoting and administering funds, which are contributed.
  - b. Title to real property donated to the fund shall be taken in the name of the Association.
  - c. This committee is also responsible for making recommendations concerning memorials for deceased members.
- Section 5. The President is authorized with Board of Directors approval to appoint all standing committee chairmen and to create new standing committees when needed. (These bylaws are then amended accordingly)
- Section 6. Special Committees. The President is authorized to appoint special committees for the purpose of investigating and /or reporting on situations, which may arise in the course of business.

**Article IX. DISSOLUTION**

In accordance with the Internal Revenue Service regulations upon a vote of this Association to dissolve as an organization, a committee of five members shall be appointed to inventory the total assets of the Association and all funds, and after the payment of outstanding bills, the remaining funds if any, be distributed to charitable or benevolent organizations deemed to be appropriate recipients.

**Article X. PARLIAMENTARY AUTHORITY**

The rules of order contained in the current edition of Robert's Rules of Order Newly Revised shall govern this Association in all cases to which they are applicable and not inconsistent with these bylaws or other adopted Special Rules of Order.

**Article XI. AMENDMENT**

Section 1. These bylaws may be amended at the Annual Meeting of this Association by a two-thirds vote (2/3) in the affirmative provided the Bylaws Committee has submitted a written report of such proposed amendment(s) to the members of the Association thirty (30) days prior to the meeting.

Section 2. These bylaws may be revised upon the approval of the Association acting upon a resolution offered at a Regular or Annual Meeting of the Association. These bylaws shall be reviewed for action every three (3) years.

**Article XII. Resolution**

Whereas, the original Constitution and Bylaws of the Oklahoma State Auctioneers Association were adopted in 1971 and,

Whereas, the original Constitution and Bylaws have been amended twenty seven (27) times making it most difficult to research an item and,

Whereas, there is a real need to have the Constitution and Bylaws revised and combined into one document as recommended by the adopted parliamentary authority and,

Whereas the Board of Directors of the Oklahoma State Auctioneers meeting on October 6, 2002 did approve of new revised Bylaws,

Resolved: that the Membership of the Oklahoma State Auctioneers Association at the Annual meeting in February 2003 follow the Board of Directors recommendation to adopt the revised bylaws.

Resolved: that the Membership of the Oklahoma State Auctioneers Association at the Annual meeting in February 2012 follow the Board of Directors recommendation to adopt the revised bylaws.

Resolved: That the membership of the Oklahoma State Auctioneers Association at the Annual meeting in February 2016 follow the Board of Directors recommendation to adopt the revised bylaws.