

**PROPOSED BYLAW CHANGES – OREGON VECTOR CONTROL ASSOCIATION  
April 18, 2008**

**OREGON VECTOR CONTROL ASSOCIATION  
BYLAWS**

ARTICLE I: NAME

Section 1. This organization shall be known as the “OREGON MOSQUITO AND VECTOR CONTROL ASSOCIATION”. (OMVCA)

ARTICLE II: OBJECTIVES

Section 1. The objectives and purpose of the association shall be to promote:

- (a) Close cooperation among Governmental Agencies ~~those, which~~ that provide or are charged with Mosquito and Vector Control in the State of Oregon ~~and related work.~~
- (b) To develop and disseminate information among those directly ~~or indirectly~~ assigned with or interested in Mosquito and Vector Control in the State of Oregon, ~~and act as a clearinghouse for general and/or specific information to improve efficiency in the provision of public services.~~
- (c) To formulate and promote State Legislation of Common interest to Mosquito and Vector Control Agencies of this state and to oppose legislation detrimental thereto.
- (d) To provide information and assistance in connection with administrative and judicial actions and decisions of Common interest to Mosquito and Vector Control agencies of the state.
- (e) To promote understanding with other units of local government and the public in fulfilling the Mosquito and Vector Control agencies role as a responsible unit of government.
- (f) To do any and all other things necessary and proper for the benefit of Mosquito and Vector Control agencies of the state.

ARTICLE III: MEMBERSHIP

Section 1. Eligibility: any unit of local government involved in Mosquito and Vector Control authorized and regulated by statute, or ordinance, including but not limited to: Mosquito and Vector Control Districts; County Vector or Health Departments; Service Districts; Cities.

Section 2. How acquired: any agency involved in Mosquito or Vector Control may become a member by notifying the association secretary of its election to do so and paying the membership fee for the current year in advance.

Section 3. How discontinued: upon resolution of the governing body, payment of all unpaid fees, and by notification to the association secretary.

Section 4. Voting: each unit of local government holding a membership in good standing shall have one (1) vote.

ARTICLE IV: ASSOCIATE MEMBERSHIP

Section 1. Eligibility: any person, partnership, limited partnership, public or private corporation, unincorporated association, governmental entity and statewide or regional organization of units of local government with a general interest in the association, its objects and purposes.

Section 2. How acquired: an applicant for an associate membership may become an

associate member by notifying the association Secretary and paying the associate membership fee for the current year in advance.

Section 3. How discontinued: an associate membership may be discontinued by payment of all unpaid fees and notification to the association Secretary.

Section 4. Voting: associate members shall be permitted to take part in discussion and deliberations, but shall not be permitted to vote on any motion or resolution before the association.

#### ARTICLE V: FINANCE

Section 1. The revenue of the Association shall be derived from dues, assessments and such other sources as the Board of Directors may from time to time determine and prescribe.

Section 2. The Board of Directors for a fiscal year beginning each shall establish dues for the regular and associate members July 1 to the ensuing June 30. On November 1 any unpaid dues shall be declared in arrears and the delinquent members shall not be in good standing.

Section 3. Except by specific direction of the regular members attending a general meeting, no debt or other financial obligation shall be incurred beyond the amount of funds (over and above liabilities) then in the hands of the Secretary-Treasurer.

#### ARTICLE VI: BOARD OF DIRECTORS AND OFFICERS

Section 1. Board of Directors: The Board of Directors of the association shall consist of the President, Vice-President, Secretary-Treasurer and two (2) directors at large elected from the general membership. The President of the association shall serve as Chairman; the Vice-President shall serve as Vice-Chairman.

Section 2. Officers: The officers of the Association shall be the President, Vice-President and the Secretary-Treasurer.

Section 3. Terms of Office: All officers and directors shall be elected for one year, or until their successors are elected and qualified. Officers and directors shall begin their duties ~~immediately after election at~~ **at the conclusion of** the fall meeting.

Section 4. Duties and Powers, Board of Directors: The Board of Directors shall have general supervision over all affairs of the organization subject to the will of the association expressed at any duly called meeting.

Section 5. Duties and Powers of Officers:

(a) President: The President shall have the usual responsibilities and powers of supervision and management, such as pertain to his office, and such other powers as are specified in the bylaws or properly assigned from time to time by the Board of directors.

(b) Vice-President: The Vice-President shall act in the absence of the President and shall assist the President whenever requested.

(c) Secretary-Treasurer:

(c-1) The Secretary-Treasurer shall be responsible for keeping the minutes of the Association and Board of Directors when assembled in general meeting and of such other meetings as may be held.

(c-2) He shall receive and record all dues and other monies paid the Association; and shall make disbursements as directed by the Board of Directors; and shall prepare a financial statement providing detailed information on expenditures, receipts and other pertinent financial matters for

the Annual Conference each year.

(c-3) He shall perform such other duties as may be prescribed by the Board of Directors.

Section 6. Meetings and Quorum: Special meetings of the Board of Directors may be held at the call of the President or upon the call of any three members by giving not less than five days notice. Three members of the Board of Directors shall constitute a quorum.

#### ARTICLE VII: MEETINGS

Section 1. Meetings: Meetings of the Association shall be held each spring and fall at a place and time to be selected by the Board of Directors.

Section 2. Quorum: A majority of members attending any duly called meeting shall constitute a quorum.

Section 3. Annual Conference: The Fall meeting each year shall be considered the annual meeting for the purpose of election of officers and Board members for the next year.

Section 4. Parliamentary Rules: All questions of Parliamentary practice shall be decided according to Roberts Rules of Order Newly Revised.

Section 5. Special meetings of the Association may be called by an affirmative vote of three of the Board of Directors with notice given to the membership at least seven days prior to the meeting. The notice shall state the purpose of the meeting.

#### ARTICLE VIII: COMMITTEES

Section 1. Nominating Committee: The President of this association shall annually appoint a nominating committee consisting of himself, one representative from the Board of Directors and one representative for the membership at large.

Section 2. Other Committees: The President may, with the approval of the Board of Directors, appoint such other committees as, in his opinion may be necessary or desirable.

#### ARTICLE IX: AMENDMENTS TO THE BY-LAWS

Section 1. Amendments to the Bylaws: The Bylaws may be amended at any annual meeting or at any special meeting of the membership called for that purpose upon an affirmative vote of a majority of the membership present: however, a copy of any proposed amendment shall be submitted in writing to all members no less than 30 days prior to such meeting.

#### ARTICLE X: NON-PROFIT

Section 1. This organization is organized exclusively for educational and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.

Section 2. No part of the net earnings of this organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this organization 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 the purpose clause hereof. No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this organization shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, this organization shall not carry on any other activities not permitted to be carried on by (a) an

organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### ARTICLE XI: MISCELLANEOUS

Section 1. Each member agency will be entitled to one vote at all meetings at which a vote of the membership is appropriate. The official representative of the member agency shall cast the vote. Alternate delegates may be named to vote during the absence of the official representative.