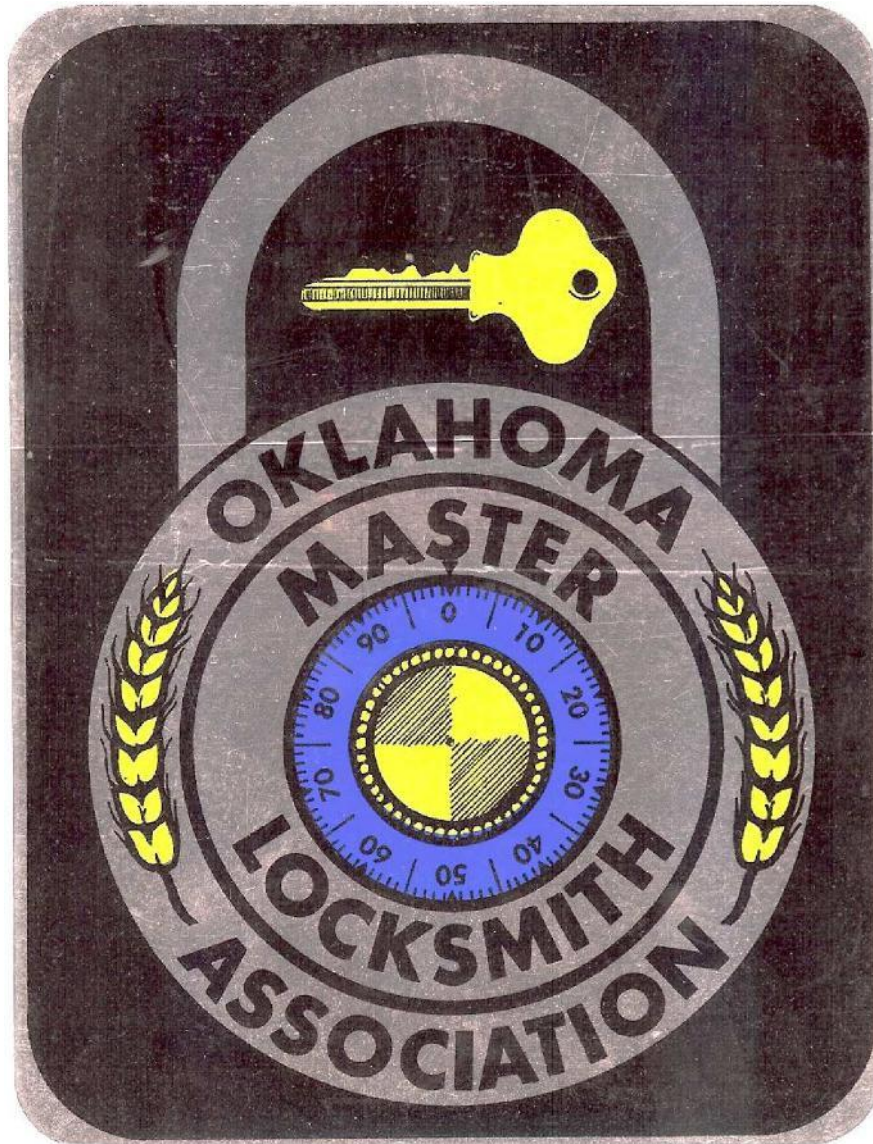


CONSTITUTION AND BYLAWS



NOTES ON RULES
CONSTITUTION AND BYLAWS
OKLAHOMA MASTER LOCKSMITH ASSOCIATION

Last Revision – August 19, 2023

PREAMBLE

Realizing the need for Cooperation among the lock and safe men and women of Oklahoma and a body to represent one of the oldest crafts in existence, as well as the mutual benefits to be derived by exchange of ideas and materials, promoting higher standards of security and dignity in the profession, the Oklahoma Master Locksmith Association is formed.

ARTICLE I

Name, Emblem, and Colors

Section 1. The name of this organization shall be Oklahoma Master Locksmith Association, hereafter referred to as OMLA.

Section 2. The emblem of OMLA shall be a combination padlock with a key, two seed heads of wheat, and the words "Oklahoma Master Locksmith Association" inset.

Section 3. The colors of OMLA shall be black, gold, silver and blue.

ARTICLE II

Objects and Code of Ethics

Section I. Objects of OMLA – It is the duty of every member to perpetuate the dignity of their chosen profession and the Association they represent.

Section II. Code of Ethics of OMLA.

- A. To pursue their professional work in the spirit of fairness to their client, with fidelity to security in conformance with appropriateness, and with high ideals of personal honor.
- B. To properly and impartially analyze security problems receiving their attention and to advance the best possible solution for the protection of their client.
- C. To Conduct themselves in a dignified manner, to avoid using any improper or questionable methods of soliciting professional work and to decline to pay or accept remuneration for such incompatible patron.
- D. To refrain from associating themselves with or allowing the use of their name by any enterprise of questionable character, or in any manner countenancing misrepresentation.
- E. To cooperate in advancing the best interest of the locksmithing industry by interchange of general information and experience with their fellow locksmith.
- F. To encourage and promote loyalty for their craft and interest themselves in public welfare, always ready to apply their special knowledge, skill, and training for the use and betterment of their craft.
- G. Each Member shall conduct themselves in a respectful, non-derogatory or disruptive manner toward the Association, the Board, or any other Member, while associated with the OMLA.

Section III. OMLA supports the aims and objectives of the Associated Locksmiths of America (ALOA), is an active associate member, and encourages individual membership in that organization.

ARTICLE III

Membership

Section I. Classification and Voting Privileges.

- A. Active – voting
- B. Allied – Non-voting
- C. Apprentice – Voting
- D. Associate – Non-voting
- E. Life – Voting

Section 2. Requirements. Candidate for any classification must have submitted their application to the Board for review and be present at the general business meeting for them to be considered and voted on for membership. Applications not approved by the Board must wait 6 months to re-apply. If rejected twice, a 2 year waiting period applies to re-submit.

A. Active

1. Shall be confined to qualified locksmiths only. The technical qualifications shall be set forth by OMLA Board of Officers / Directors.
2. Must be 18 years of age.
3. Must have two years experience.
4. Must attend at least 25% of the meetings per calendar year. (This requirement may be waived by the Board of Officers / Directors)
5. Must pledge self to, and comply with, Objects and Code of Ethics.
6. Must be a citizen of the United States of America.
7. Must have fingerprints on file with OMLA, unless duly licensed with prints on file with the State which license is issued.
8. Must be present and receive approval of a majority of the active members present at the meeting when vote is taken.

B. Allied

1. Shall be those individuals in the security industry whose goals and policies relate to those of the Locksmith Industry.
2. Must be accepted by vote of the membership.

C. Apprentice – Must meet requirements of active members with exceptions of age, experience, and technical qualifications. May also include any candidate who has passed the OMLA Licensing Class and Examination, regardless of current licensing status.

D. Associate – Those Manufacturing and Distributing and/of those engaged in supplying material, equipment, and services to the locksmith industry.

E. Life

1. Life memberships may be awarded to any active member who has faithfully served OMLA for a period of years and has retired from active locksmithing.
2. Life memberships shall be on approval of a majority of active members present at the November meeting.

ARTICLE IV

Government

Section 1. Affairs of OMLA – The affairs of OMLA shall be governed by the Board of Officers / Directors, who shall have the supervision of these affairs within the limits of these Constitution and Bylaws and established rules.

Section 2. Board of Officers / Directors

- A. The Board of Officers / Directors shall be composed of seven to nine Officers, up to a maximum of three Directors, and the immediate Past President, and any current appointed Committee Chairpersons as may be designated by the President.
- B. The Board of Officers / Directors shall be elected as per the current edition of Roberts Rules of Order.
- C. No person shall be nominated to the Board of Officers / Directors without first being an active member in good standing and having confirmed their prior consent to serve through the Nominating Committee.

Section 3. Quorum – Five members of the Board of Officers / Directors shall constitute a quorum.

ARTICLE V

Officers and Directors

Section 1. Officers – The elected Officers of OMLA shall consist of a President, Vice-President, a Secretary, a Treasurer, a Sergeant-at-arms, Newsletter Editor, Webmaster, and an Education Chairperson.

Section 2. Directors

- A. There shall be up to three Directors.
- B. Location shall be considered when electing Directors in order to have representation of all members.

Section 3. Term and Office

- A. A nomination committee shall be appointed by the Board of Officers / Directors in May preceding the November election. This Committee shall report the slate of Officers or Directors at the August meeting before the November election.
- B. All Officers and Directors shall be elected for a term of two years.
- C. The Past President shall serve on the Board of Officers / Directors until replaced by the next immediate Past President.
- D. All Officers and Directors term in office shall start January the first following their election with a transition period from the time of election to the end of the February meeting.
- E. Officers and Directors shall be elected for two year terms.

Section 4. Vacancies – Vacancies of elective positions occurring between election meetings by reason of removal, resignation, or death shall be filled by the Board of Officers / Directors. It is the President’s responsibility to be sure all functions are covered during the vacancy until it can be filled. That can be by request, appointment, or covered by him/herself.

Section 5. Duties of Officers

A. President

1. Shall be the principle executive officer and shall organize and preside at all conventions and meetings of OMLA and the Board of Officers / Directors.
2. Shall enforce the Constitution and Bylaws and rules of the association, orders of the Board of Officers / Directors, and directives and mandates of the annual conventions
3. Shall have the authority to call special meetings of OMLA or the Board of Officers / Directors or to poll the Board by any means necessary if a condition requires a decision be made prior to the next scheduled business meeting.
4. Shall have the authority to countersign checks of OMLA.
5. Shall appoint committees / Chairpersons as necessary subject to approval by the Board.
6. Shall perform all the usual duties incident to his/her office and suggest such action as may be deemed likely to increase the usefulness of OMLA.
7. Prior to the end of the association year, may require an audit of the accounts of the Association by an accounting firm designated by the Board, and report the results in writing to the Board and the members.
8. Shall assist the Board in filling any vacancy in elective office by recommending a member to be appointed.
9. has the right to examine the books, records, and documents of any office or committee of the Oklahoma Master Locksmith Association at any time.
10. May require Committee Chairpersons to attend Executive Board meetings.
11. Shall be the guardian of Law and Order and is to keep peace and order at all meetings, conventions and classes.

B. Vice-President

1. Shall in the absence of the President preside at meeting of OMLA or the Board of Officers / Directors and in the absence, disability, or at the request of the President, the Vice President shall, assume the duties of the President until the President is able to resume his/her duties.
2. Shall assist and cooperate with the President in organizing programs for meetings and when called upon assist the President, shall discharge those duties specifically delegated to him/her by the President of the Board.
3. Shall be given authority to countersign checks of OMLA if needed at the judgement of the board.
4. Shall, with the President’s assistance, initiate the contract with the motels for the exhibit space.

5. Shall ensure a lay-out of the exhibit floor, showing booths, isles, entrances and exits, plus enter into contract with decorating company to install table covers, skirts, back drops, and booth dividers.
6. Shall sell booth space to all Companies associated with the Locksmith Industry, using pre-Registration agreements at the current show for next year's show.
7. Shall send contracts to paid-up exhibitor, showing company name, address, phone number, prices, date, and rules, point of contact on all pre-show shipments of the merchandise.
8. Shall contact the contracted Distributors to determine the names of the representatives for each Company so name tags can be generated and made available for each Distributor during the show.
9. Shall transfer all funds collected to the Treasurer, notify the Secretary, and present all bills to the Treasurer for payment. (see Rule # 11)
10. Shall work with the President and Sergeant-at-arms, to set up security for the shows.
11. Shall work with Sergeant-at-arms on door prizes for all meetings and the annual Distributor's Show.

C. Secretary

1. Shall be responsible for the conduct of OMLA official correspondence, the preservation of its books and records, and such other duties as may from time to time be assigned to him/her by the Board of Officers / Directors.
2. Shall notify members whose dues are delinquent on February first and move said membership to the inactive list if dues are not paid in full by April first.
3. Shall keep membership records current and make available thru the website or another electronic means by the end of May of each year..
4. Shall keep, or arrange to be kept, minutes of all Board and Membership meetings and provide copies to each Board member and the general meeting minutes shall be published and available to all members.
5. Shall ensure, or arrange to be ensured that members are notified of the time and place of meetings.
6. Shall have the authority to countersign checks of OMLA.
7. Shall transfer all incoming funds to the Treasurer no later than 10 days following receipt of such funds.
8. Shall be responsible for collecting and recording payment of annual dues.
9. Shall, on forms provided, show a complete record of all funds transmitted to the Treasurer for deposit in OMLA bank account. This record will show identification of payer(s), issuing bank(s), amount(s), check number(s), and purpose of payment(s). (See rule #11).
10. All matter of Association membership shall be handled by the OMLA secretary and archived for historical purposes.

D. Treasurer

1. Shall be in charge of OMLA funds and shall receive and disburse same upon instructions of the Board and shall notify the Board of Officers / Directors of any issue negatively affecting the financial status of OMLA funds as quickly as possible.

2. Establish and/or maintain a checking account and any Association Credit Card in the name of OMLA. When using the physical checkbook, two signatures shall be required from either the President, Vice President, the Secretary, or the Treasurer. Account should have online access with all four signatories having access to balance and statement information at all times. Online transactions, since not physically signed, do not have the two signature requirement.
3. Shall pay and record all bills by check or Association Credit Card in no more than 10 days after approval by the membership, subject to audit as may be required. As a general rule, the checks should be written immediately following the approval, but reported as part of the next quarterly meeting expenses.
4. Shall receive all monies from any Board member, record and deposit same no later than 10 days after receipt and issue the sender a receipt for monies received.
5. Shall prepare a financial statement and report at all meetings. Financials for the executive board meeting should also include a copy of the last 3 bank statements.
6. Shall be responsible for the preparation and filing of all tax forms for the association and insure their filing in time to meet the requirements of state and federal regulations.

E. Sergeant-at-Arms

1. Shall keep peace and order at all meetings, conventions and classes.
2. Shall establish a security protocol and ensure said security at all times.
4. 3. Shall, with the assistance of the Vice President, secure door prizes for all meetings and the annual Distributor's Show. Shall perform whatever duties as are directed by the President
5. Shall ensure the U.S. and State flags and the OMLA Banner are set up for all meetings.
6. Shall oversee all drawings for special raffles or door prizes, etc.

F. Editor/Webmaster

1. Shall ensure the preparation and maintaining of the official OMLA Website, and ensure the hosting and domain arrangements are kept active and Association information is current.
2. Shall work with the Education Chairperson to ensure class information is provided on the Website, manner.
3. Shall assist the President in preparing and distributing special notices and/or letters to members (and non-members) as required.
4. Shall coordinate with the Secretary to ensure an accurate membership list with accurate contact information is available.
5. Shall ensure all Website information including OMLA info, plus Distributor, Associate Member, and Sister Organization information is kept current and published regularly on the Website including appropriate links to their sites and ours.

G. Newsletter/Facebook Editor

1. Shall be responsible for the compilation, publication, and distribution of the quarterly newsletter, whether electronically or by postal service as required.
2. Shall work with the Education Chairperson to ensure class information is the newsletter and to national press in an affective and timely

3. Shall assist the President in preparing and distributing special notices and/or letters to members (and non-members) as required.
4. Shall coordinate with the Secretary to ensure an accurate mailing list with all pertinent information, including electronic addressing, is available and functioning at all times.

G. Education Chairperson

1. Shall arrange for, set dates and set locations for classes in conjunction with the OMLA Vice President and the Board of Officers / Directors.
2. Shall keep the Board informed about new classes being scheduled and communicate with the OMLA Board of Officers / Directors with information of costs so class fees can be determined. Obtain class descriptions, instructor biographies, class fees, and other class requirements.
3. Shall, in conjunction with the Board, initiate contracts with each instructor on all classes, determine instructor's fees and expenses, class size limits, audio-visual requirements, determine classroom and lodging requirements for the class as well as who will make hotel lodging, transportation, and equipment arrangements based on Instructor requirements.
4. Shall compile and forward information to the Editor for publication to promote the classes.
5. Shall have frequent contact with the Secretary regarding class pre-registration numbers.
6. Shall verify class size with the instructor two to three weeks prior to the classes, or as requested by the instructor.
7. Shall obtain name of each student, ensure all certificates are printed and ready for the instructor's signature and distribution before the end of class.
8. Shall coordinate with the OMLA Secretary and the Treasurer, to ensure the instructor receives their check in a timely manner.

Section 6. Duties of the Board of Officers / Directors

The duties of the Board of Officers / Directors shall include but not be limited to the following:

- A. Review and make recommendations on membership applications
- B. Consider items of business for presentation to the membership
- C. Set meeting places and times, at least one meeting to be held quarterly.
- D. Plan special programs and suggest fees, if any, for same.
- E. Make nomination for Life Memberships.
- F. Make recommendations for Kenny Lee Award when applicable.
- G. Consider complaints.

ARTICLE VI

Dues

Section 1. Dues Structure

- A. Dues in all member classifications shall be established by the Board of Officers / Directors.
- B. Members joining during the year shall pay prorated dues

- C. Membership should be broken out into Four lists: Active, Life, Inactive, or Deceased

Section 2. Delinquency – Any member who does not pay their dues by May first, be moved to the inactive membership list.

ARTICLE VII

Penalties

Section 1. Cause to be expelled, suspended, or moved to inactive list – A member may be expelled, suspended from, or moved to the inactive list of OMLA for one or more of the following reasons:

- A. Delinquent in payment of dues.
- B. Violation of Code of Ethics or Constitution and Bylaws of OMLA.
- C. Conviction of class A misdemeanor or Felony

Any violation can be brought up for decision at any board meeting or membership meeting. The board would pick a committee of 3 or 5 people who will listen to both sides and any witnesses needed, and then make a recommendation to the board in not more than 90 days. The board will then act on the recommendation at the next membership meeting. Once a decision is made by the committee and acted upon by the board – the item cannot be represented for 6 months and the same issue cannot be presented for consideration more than twice.

Section 2. Reinstatement – Any member who shall have been expelled, suspended, or moved to the inactive list, for the non-payment of dues may be reinstated to active membership and they must be upon after approval by the Board of Officers / Directors and the membership as per their policy and procedure upon and payment of reinstatement fee plus their current dues. A member that was suspended or expelled for any reason other than failure to pay dues can request reconsideration up to two times by the board.

ARTICLE VIII

Amendments and Interpretation of Constitution and Bylaws

Section 1. Amendments

- A. Notice of proposed amendments shall be distributed to the board at least 10 days prior to the board meeting for board discussion and notification. If approved by a majority of the board present, assuming a quorum has been met, the membership must be notified at least 10 day before the membership meeting where the amendment is being considered for a vote.
- B. Amendments shall be decided by a majority of those present at the membership meeting.

Section 2. Interpretation of Constitution and Bylaws

- A. Interpretation of Constitution and Bylaws shall be made by a majority of the Board of Officers / Directors.
- B. Unless otherwise provided in these Constitution and Bylaws, the current revision of Roberts Rules of Order shall prevail at Board and Membership meetings.

ARTICLE IX

Pledges

Section 1. **Pledge to membership**

“I _____ do hereby accept membership in the Oklahoma Master Locksmith Association and understand that I shall be governed by the Constitution, Bylaws, Rules, Regulations, and Policies of said Association”.

Section 2. **Pledge to Duty**

“I _____do hereby swear to faithfully discharge the duties of my office to the best of my ability and I further pledge that in so doing I shall conform to the Constitution, Bylaws, Rules, Regulations, and Policies of the Oklahoma Master Locksmith Association”.

ARTICLE X General Provisions

Section 1. Systems of Rules, Regulations, Policies and Operating Procedures.

- A. The Board will establish such Rules, etc., as may be necessary, within the confines of the Constitution and Bylaws (of in addition to but not in conflict with) for the conducting of Association business. All such established Rules shall be categorized, dated, and numbered, and a permanent book of such shall be maintained by each Board member. Revisions shall be distributed to Board members in a timely manner so that their individual books may be kept current. When a Board member leaves office, he shall pass his book on to his successor.
- B. Rules, etc., may be established by a simple majority vote of the Board, but to rescind a rule or regulation, etc., shall require a two-thirds vote of the Board.
- C. Rules and regulations established by the Board shall be posted so as to keep the membership informed in a timely manner.
- D. In August, a committee shall be formed by the President to determine the following February’s recipient of the Kenny Lee Award. The committee shall bring their recommendation to the President at the November Board meeting, but not to be noted or shared in the minutes outside of that meeting. In the event that the committee has selected someone from the board – that discussion may be held outside of the standard board meeting at the discretion of the President. If no candidate is determined to be deserving of the award for that year, the committee will report that to the full board in the November meeting.
- E. Per November 2022 vote, OMLA is to set up a Quickbooks Online account with a single user level – password to be provided to the President, Secretary and Treasurer – to allow for complete visibility to the financials and allowing for proper reporting for all meetings. Fees to be deducted from account as required by Quickbooks. This does require that the checking account with all OMLA funds has online access to allow connection to Quickbooks.

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