

Developed: November 11, 1999

Latest Revision: January 7, 2021

ARTICLE I - NAME

Section 1 The name of this organization shall be the Redwood Safety Association (hereafter referred to as the RSA).

ARTICLE II - PURPOSE

Section 1 The purpose of the organization will be to provide educational opportunities to promote and improve safety understanding for employers, employees, and the general public in the geographical area surrounding Grants Pass, Oregon.

Section 2 In fulfilling its purposes the RSA shall have the following objectives within the geographical area:

- a) To develop and/or promote educational programs for obtaining the knowledge required to perform the function of a safety professional.
- b) To develop and/or disseminate locally, information and materials that will carry out the purpose of the RSA, and serve the public.
- c) To provide networking opportunities and/or to support forums for the interchange and acquisition of professional knowledge among its members.
- d) To foster liaison with local organizations of related disciplines.
- e) To conduct its affairs in a manner that will reflect the standard, purposes and objectives of the RSA.

ARTICLE III - MEMBERSHIP

Section 1 Membership in the RSA is open but not limited to individuals in the Grants Pass geographical area.

Section 2 Membership may be personal or corporate.

Section 3 All RSA members who are "in good standing" may vote on RSA affairs. Corporations must designate their voting member(s).

ARTICLE IV - ORGANIZATION

- Section 1 The RSA is a not for profit organization. It shall operate in accordance with the RSA bylaws.
- (1) The RSA was received exemption from federal income tax under Internal Revenue Code (IRC) Section 501(c)(3) on February 14, 2020. The RSA was notified via letter from IRS on 7/8/2020. Prior to that the RSA was exempt under Section 501(c)(5).
 - (2) The RSA Non-Profit Number is 93-1291864.
- Section 2 There shall be a Redwood Safety Association Operating Board which will be responsible for the operation and management of the RSA. The Operating Board shall have full authority to commit the RSA to action in accordance with resolutions adopted at meetings of the RSA, and may cooperate with other organizations on such basis that will not impair the ability of the RSA to pursue its purposes independently.
- Section 3 A majority of the elected Operating Board present at a meeting shall constitute a quorum.
- Section 4 The Operating Board shall consist of elected officers who shall be elected by members of the RSA.
- Section 5 The RSA activity year shall be from January 1 to December 31.

ARTICLE V - OFFICERS

- Section 1 Officers elected to the Operating Board shall be members of the RSA.
- Section 2 Officers elected to the Operating Board of the RSA shall be:
- a) Chairperson
 - b) Co-Chairperson
 - c) Secretary
 - d) Treasurer
 - e) Program Chair
 - f) Membership Chair
 - g) Media/Public Relations
- Section 3 The Chairperson shall:
- a) Preside at regular and special meetings of both the Operating Board and the general RSA membership.

- b) Represent the RSA at meetings of other organizations where official representation of the RSA is desirable.
- c) Provide leadership for programs and activities for the RSA during the term of office.
- d) Appoint such committees as are necessary to implement the objectives of the RSA.
- e) Serve as Membership Chairperson if the position is not filled by election.

Section 4 The Co-Chairperson shall:

- a) Assume the duties of the Chairperson in his or her absence.
- b) Assist the Chairperson as needed to perform RSA duties.
- c) Serve as the RSA Program Chairperson if the position is not filled by election.

Section 5 The Secretary shall:

- a) Maintain RSA records and correspondence.
- b) Record and distribute minutes of RSA meetings and Operating Board meetings.
- c) Notify RSA members of meetings

Section 6 The Treasurer shall:

- a) Maintain all financial records of the RSA.
- b) Supervise the receipts and distribution of funds as directed by the Operating Board of the RSA.
- c) Maintain RSA funds in a depository approved by the Operating Board of the RSA.
- d) By February 15 of the next fiscal year, prepare and submit the income and expense data as mandated by the state and federal revenue departments.
 - (1) File the annual information return (Form 990, or 990-EZ, or the electronic notice form 990-N (the e-Postcard) to maintain non-profit

status.

Section 7 The Program Chairperson shall:

- a) Have primary responsibility for arranging the monthly program slate and other special events.
- b) Serve as the primary contact person between the program presenter(s) and the RSA
- c) Solicit information from the membership and the public regarding the program topic needs of the public at large.

Section 8 The Membership Chairperson shall:

- a) Have primary responsibility for the recruitment of new members.
- b) Manage the application process and assist the Secretary with recordkeeping associated with membership.

Section 9 The Media/Public Relations Chair shall:

- a) Prepare and submit all notifications for public distribution.
- b) Perform other duties as needed by the RSA or as directed by the Operating Board.

Section 10 The Operating Board may appoint committee chairpersons to perform duties as needed by the RSA. All Operating Board officers may perform duties of unfilled offices as necessary.

ARTICLE VI - NOMINATION AND ELECTION OF OFFICERS

Section 1 Nominations will be open to all members at the public meeting in September and October each year.

- a) Nominations will be submitted via a written form.
- b) The Co-Chairperson will contact nominees to determine their desire to be on the ballot.

Section 2 Elections shall be held during the December general meeting. If there is more than one candidate for any office, the election shall be by written ballot. If there is only one candidate for an office, the election shall be by voice vote.

- Section 3 The term of elected RSA Operating Board officers shall be for 2 years beginning January after their election. Terms shall be staggered with the Chairperson, Treasurer, and Membership Chairperson elected to serve on odd/even year terms, and all other officers to serve on even/odd year terms.
- Section 4 Removal of elected RSA Operating Board officers shall be by vote of the RSA members at a regular or special meeting, upon presentation of a signed petition by three (3) voting members of the RSA. Notification of such a vote shall be sent to each member at least thirty days in advance of the date of the meeting.
- Section 5 Appointed committee chair persons may be removed by the Operating Board.
- Section 6 Vacancies can be filled by volunteers upon their approval by the Operating Board. Should more than one person volunteer, a vote by written ballot will held at the next general meeting.
- a) The voting rotation for each Operating Board position shall be maintained as stated in the RSA bylaws.

ARTICLE VII - DUES

- Section 1 Each member (personal or corporate) shall be assessed dues in the amount of \$30.00 per year. Current payment of dues shall constitute being "in good standing."
- a) Dues will be assessed on a pro-rated monthly basis.
- Section 2 Dues shall be paid annually in January.
- Section 3 Operating Board members (Officers) shall be exempt from annual dues during their term of service on the Operating Board.

ARTICLE VIII - MEETINGS

- Section 1 RSA business shall be conducted during the Operating Board meetings. Three (3) board members shall constitute a quorum. Business shall be conducted based on consensus of the Operating Board members.
- Section 2 The Operating Board shall meet monthly on the first Thursday of each month, prior to the general meeting.
- Section 3 General meetings of the RSA will occur monthly on the first Thursday of every month.

Section 4 Special meeting of RSA members may be called by the Operating Board. Notice of the special meeting shall state the purpose of the meeting and shall be sent two weeks prior to the meeting.

ARTICLE IX - MISCELLANEOUS

Section 1 The RSA may be dissolved by the Operating Board in the following manner:

- a) The Operating Board must reach consensus to dissolve.
- b) Within 30 day of the Operating Board consensus a ballot shall be sent to all RSA members setting forth the reasons for the dissolution. Thirty days after the ballots are collected they shall be counted by the Operating Board.
- c) Approval to dissolve is dependent on 51% concurrence of the votes received.

Section 2 Upon approval to dissolve, the Operating Board shall carry out dissolution of the RSA in compliance with applicable laws.

- a) Upon dissolution any funds remaining in the treasury shall be donated to a local charity

Section 3 Any RSA fund raising projects or activities shall be limited to those activities which are consistent with the purpose of the RSA.

Section 4 Operating Board members shall assure retention of needed RSA and membership records by adhering to the following. Officers having charge of these records are authorized to dispose of the records at the end of the required retention period.

- a) Minutes of meetings - permanently
- b) Correspondence - Two years following completion of the year
- c) Financial records - Five years following the completion of the year

ARTICLE X - AMENDMENTS

Section 1 Amendments to these Bylaws may be proposed by the Operating Board of the RSA or by three (3) RSA Members.

Section 2 The Operating Board shall publish any proposed amendments to the RSA

membership at least 30 days in advance of the meeting at which action will be taken.

Section 3 Amendments shall be voted on at a general meeting at which action will be taken if a quorum is present. Amendment approval is dependent on 51% concurrence of the votes received.

Section 4 All amendments to these Bylaws will become effective after final approval by the Operating Board.

ARTICLE XI: BYLAWS HISTORY REVISION TABLE

REVISION DATE	PURPOSE OF AMENDMENTS
January 7, 2021	Changed Association to RSA (throughout) Added non profit language and tax form language (Article IV Section 1 and Article V Section 6)
November 30, 2020	Operating Board Officers shall be exempt from annual dues during their term of service. (Article VII, Section 3.)
June 6, 2019	Added “educational” to Purpose to state “The purpose of the organization will be to provide <u>educational</u> opportunities to promote and improve safety understanding for employers, employees, and the general public in the geographical area surrounding Grants Pass, Oregon.” (Article II, Section 1). Added Article XI: Bylaws History Revision Table to track revisions to bylaws.
December 2018	Changed dues from \$24.00 per year to \$30.00 per year. (Article VII, Section 1)
January 31, 2008	Changed meeting date from last Thursday to first Thursday of each month (Article VIII, Sections 3 & 3).
November 29, 2007	Moved Nominations from October/November to September/October and moved election to the November general meeting (Article VI, Sections 1 & 2). Changed meeting date from second Wednesday to last Thursday of each month (Article VIII, Sections 3 & 3).