

OREGON PROGRAM EVALUATORS NETWORK BY-LAWS

ARTICLE I. NAME

The name of this Association is the *Oregon Program Evaluators Network*.

ARTICLE II. PURPOSE

Section 1. The *purpose* of this Association is to:

(a) Promote scientific and educational purposes, as those terms are used in Section 501(c) of the Internal Revenue Code, in connection with the science and practice of evaluation in both the public and private sectors of society; and

(b) Provide a regional, interdisciplinary forum for professional development, networking, and exchange of practical, methodological and theoretical knowledge in the field of evaluation.

Section 2. The Association is a not-for-profit organization focused exclusively on charitable and educational purposes. No Board member, officer, agent or employee shall at any time receive or be entitled to receive any compensation or financial profit from the operation of the Association or upon its liquidation or dissolution, except for reasonable compensation for services rendered to the Association in effecting one or more of its objectives or purposes, or as a direct or indirect beneficiary of its said nonprofit purposes.

ARTICLE III. MEMBERSHIP

Section 1. Eligibility. Any individual interested in the purposes of the Association shall be eligible for membership. Members are defined as those who have paid the currently stipulated membership dues. Dues must be paid annually to retain membership. The period of membership is January 1 through December 31. Anyone whose dues are not paid by December 31 shall be considered dropped from membership (a one month grace period is allowed for renewal). The dues structure includes a discounted rate for full-time students.

Section 2. Rights. All members have the right to vote for officers and on other official matters of the Association, to hold office if duly elected, and to receive all notifications pertaining to the official business of the Association.

Section 3. Dues. The annual membership dues and assessments shall be determined by the Council.

ARTICLE IV. MEETINGS OF MEMBERS

Section 1. Time and Place of Meetings. Meetings of the membership shall be held at any suitable place convenient to the membership as may be designated by the Council. The Council shall decide upon dates and times for the Association's meetings. At least one annual business meeting shall be held within each year. The Council may call special business meetings by properly notifying the members.

Section 2. Notice of Meetings. At least ten (10) days in advance thereof the Council shall notify each member of any business meeting. Notification of the annual meeting shall be electronically mailed at least thirty (30) days in advance.

Section 3. Annual Meeting. An annual meeting shall be held each year for the purpose of electing officers, reviewing the annual financial report, and amending the By-Laws if proposed.

Section 4. Quorum. Those members present at the business meetings of the membership shall constitute a quorum.

Section 5. Voting. Each member present at any meeting shall have one vote. Members may also submit votes in writing if they are unable to be present. Written votes must have the member's signature and may not be done electronically.

ARTICLE V. GOVERNING BODY

Section 1. *Number and Qualifications.* The affairs of the Association shall be governed by a six-member Council consisting of a President, a President-Elect, a Secretary, a Financial Officer, a Student Liaison, and chair of the Planning Committee. All Council members must be members of the Association.

Section 2. *Governing Powers and Duties.* The Council shall have all the powers and duties necessary or appropriate for the administration of affairs of this Association and may do all such acts and things as are not by law or by the Articles of the Association or by this Constitution directed to be exercised and done by members. The duties of the Council shall include:

- (a) Carrying out any necessary business of the Association between the general meetings.
- (b) Determining the substance and membership of the Standing and Special Committees of the Association. The Council will monitor the activities of all Committees and provide for periodic reports on their activities to the membership.
- (c) Authorizing any matters to be submitted to a vote of the general membership of the Association including election of officers. The Council will receive and consider petitions from the membership for matters to be submitted to a vote of the general membership of the Association; any such petition signed by fifteen (15) percent of the current membership makes submission of the issue to the membership mandatory upon the Council.
- (d) Authorizing, adopting and publishing any rules and codes for the Association not specifically at variance with the By-Laws of the Association, or the laws of Oregon.

Section 3. *Election and Term of Office.* Each position on the Council is a one-year term. The President, President-Elect, Secretary and Financial Officer are elected by the membership. The Planning Committee Chair and the Student Liaison are chosen by the Council from applications submitted by Association members. The procedure for election of officers shall be as set forth in Article VI, Section 2. The term of office generally shall be from January 1st to December 31st. Council members may serve no more than three consecutive years in the same position or more than 4 consecutive years on the Council.

Section 4. *Vacancies.* If any position of the Council members becomes vacant, the Council will appoint a member of the Association to serve on Council until the next general election.

Section 5. *Removal of Council Members.* At any Council meeting duly called, any one or more of the Council members may be removed with cause by a vote of 3 members of the Council. A successor Council member may then and there be appointed to fill the vacancy thus created.

Section 6. *Compensation.* Compensation shall not be paid to Council members for their services in their capacity as Council members or pursuant to any other contractual arrangements. However, Council members may be reimbursed for actual expenses incurred by them in the performance of their duties, as approved by a majority of the Council.

Section 7. *Meetings.* The Council shall meet at least quarterly. Special meetings of the Council may be called by the President or by at least three other Council members, in writing, on three (3) days' notice, if practical, to each Council member, which notice shall state the time, place, and purpose of the meeting. All meetings of the Council shall be open to the membership except for those times when the Council will discuss matters involving personal privacy.

Section 8. *Quorum.* At all meetings of the Council, a simple majority of the Council members shall constitute a quorum for the transaction of business.

ARTICLE VI. OFFICERS

Section 1. *Designations and Qualifications.* The principal officers of the Association shall be a President, a President-Elect, a Secretary, and a Financial Officer.

Section 2. *Election of Officers.*

(a) Election will be by written ballot, unless there is one and only one nomination for each vacant Council position. In that case, a vote may be taken by voice acclamation. Voting may take place at the annual meeting, or by mail, in accordance with Article IV, Section 2. The Secretary will in turn be responsible for verifying the ballots, protecting the security of the ballots, obtaining independent corroboration of the ballot counts, and reporting the results to the Council and to the membership.

(b) The candidate for each office receiving the largest number of votes will be considered elected. In the case of tie, the Council will select the officer from the tied candidates.

(c) The President-elect is assumed to succeed the President. The position of President will not appear on the ballot, unless the President-elect will not succeed the past President.

Section 3. *Duties of Officers*

(a) *President.* The President shall act as the chief executive officer of the Association and shall have all the general powers and duties which are usually vested in the office of the president of an Association, including; preside at all business meetings, serve as Chair of the Council, appoint all committees, and have general responsibility for the conduct of the affairs of the Association. The President will provide support and liaison to the Planning Committee and is an ex-officio member of all committees, commission, and sections of the Association.

(b) *President-Elect.* The President-Elect will assist the President in conducting the business of the Association and preside in the President's absence.

(c) *Secretary.* The Secretary shall keep minutes of Council meetings and other meetings as requested by the President. The Secretary shall keep a file of the proceedings at business and Council meetings, as well as copies of the financial reports and official publications of the Association, and shall supervise the issuance to the membership of all notifications pertaining to the official business of the Association. The Secretary shall also verify elections and handle other correspondence as needed, unless the current Secretary is running for re-election, in which case the President-Elect shall verify elections instead.

(d) *Financial Officer.* The Financial Officer shall hold the Association's funds, manage the collection of annual dues from the members, prepare the yearly budget for consideration and approval by the Council, account for the receipt and expenditure of all monies, and keep the other officers informed of the financial condition of the Association upon their request. The Financial Officer shall make disbursements, shall provide for periodic examinations of financial reports by an auditing firm or a Certified Public Accountant, and shall prepare an annual financial statement for publication to all members. Upon authorization by the Council, the Financial Officer may deposit funds of the Association in insured financial institutions to earn interest payments.

(e) *Student Liaison.* The student liaison will act as a liaison from the council to undergraduate and graduate students who are interested in program evaluation. The student liaison will assist in recruiting student members, soliciting student input regarding OPEN events and policies, and plan one student specific event. The student liaison will have no specific committee responsibilities, but will participate in and advise committee work as appropriate.

ARTICLE VII. FISCAL MANAGEMENT

Section 1. *Fiscal Year.* The fiscal year of the Association shall begin on the first day of January of each year.

Section 2. *Books and Accounts.* Books and Accounts of the Association shall be kept under the direction of the Financial Officer.

Section 3. *Execution of Association Documents.* With prior authorization of the Council, all notes and contracts shall be executed on behalf of the Association by the President, and all checks shall be executed on behalf of the Association by the Financial Officer.

Section 4. *Disbursement of assets at dissolution.* No member, director, or officer of the association, or any private person shall be entitled to share in the distribution of any of the association's assets upon dissolution of the association or winding up of its affairs. Upon such dissolution or winding up of affairs, after making provision for the payment of all the liabilities of the association, all of the remaining assets of the association shall be distributed for substantially similar uses and purposes to any organization which would then qualify for exemption under the provision of section 501(c)(3) or (6) of the U.S. Internal Revenue Service code as now stated or as it may be hereafter amended.

ARTICLE VIII. COMMITTEES

Section 1. *Planning Committee*

- a) *Planning Committee* shall: recruit members; verify dues-paying members; plan activities that encourage member interaction and professional development; maintain the membership data base; publish and distribute an annual membership directory; maintain communications with/among members; write and distribute newsletters or other publications; and coordinate other communications, such as job postings, RFP's, etc.

Section 2. *Special Committees.* Special Committees may be formed for fixed periods of time for specific purposes as deemed necessary and appropriate by the Council.

ARTICLE IX. RATIFICATION AND AMENDMENTS

Section 1. *Ratification.* These By-Laws shall be ratified by an affirmative vote of two-thirds (2/3) of the ballots cast.

Section 2. *Amendments.* These By-Laws may be amended by written affirmation of two-thirds (2/3) of the members voting on the proposed change. Amendments may be proposed by the Council or by petition to the Council by fifteen percent (15%) of the membership of the Association and they will be submitted to the entire membership for vote no later than the next general election. Such amendment, if passed, will become effective the January 1st following affirmation.

Revised and Approved 12/2007