



AAF Oklahoma City Advertising Club – Constitution

The AAF Oklahoma City Advertising Club has become, by its broad composition, a strong voice of, and for, advertising in the metropolitan Oklahoma City area. The strength of the organization lies in harnessing all our resources toward the betterment of advertising in our free enterprise system. Because they know that better advertising means better business, all members of the AAF Oklahoma City Advertising Club are pledged: To encourage improvement in all phases of advertising and to help all who would so improve advertising as a marketing and communications tool. To help educate the general public, government, business, management and others concerning the vital role good advertising plays in our social and economic life. To preserve advertising freedoms. To champion ever, Trust in Advertising and to relentlessly seek out, expose and censure those who would use advertising dishonestly for personal gain. To these principles, the AAF Oklahoma City Advertising Club and the American Advertising Federation are dedicated and pledge to uphold them at all times. These principles of advertising in our time and in future times will be used truthfully, and with good taste, to help build a sound economy and preserve the free enterprise system which best serves the interests of our democratic society.

AAF Oklahoma City Advertising Club – Bylaws

ARTICLE I: NAME

The organization shall be known as the AAF Oklahoma City Advertising Club, hereinafter referred to as the “Advertising Club.” The Advertising Club will serve the Metropolitan Oklahoma City area.

ARTICLE II: DURATION

The duration of the Advertising Club shall be perpetual.

ARTICLE III: AFFILIATION

The Advertising Club shall be affiliated with the American Advertising Federation or its successor, and with the 10th District of the American Advertising Federation, or its successor.

ARTICLE IV: MEMBERSHIP

SECTION 1. ELIGIBILITY

Only those individuals and/or firms of good standing in the community who are engaged in the buying and selling of advertising and/or advertising materials, the creating of advertising, in the related fields of advertising or in sympathy with the objectives of the Advertising Club, shall be eligible for membership.

ARTICLE VI: FORFEITURE OF MEMBERSHIP

SECTION 1

Any member knowingly committing any act contrary to the principles of the Advertising Club and so charged shall appear before the Board of Directors at a time designated by the Board. The Board will be the sole judge of any action including forfeiture of the membership.

SECTION 2

The Executive Secretary shall call to the attention of the Board any members who are 30, 60 or 90 days delinquent in dues or other Advertising Club obligations. After 90 days the Second Vice President shall then call the delinquent account to the attention of the member by certified letter/return receipt requested. Any member so notified who does not pay within ten (10) days from receipt of notification shall be automatically dropped from the Advertising Club and appropriate action shall be taken by the Executive Director in regard to any outstanding debt.

ARTICLE VII: DUES

SECTION 1

Dues for all categories of membership shall be proposed by a majority affirmative vote of the Board of Directors. After the electronic communications or mailing of the amendment to the entire membership, it will be brought to the floor at the first regular meeting of the Advertising Club following a thirty-day period. After discussion, a vote will be taken. A majority of the Advertising Club voting members present in good standing will rule on the proposed dues.

SECTION 2

Individuals who have been awarded an Honorary Life Membership have regular membership privileges (lunches included) and shall pay no dues as long as they stay active in the Advertising Club.

SECTION 3

Dues for new members joining during the year will be prorated to correspond with the normal billing cycle of the Advertising Club. (January 1 – December 21).

SECTION 4

The price for meals shall be set by the Board of Directors and shall be applicable to guests, education, sustaining and past president members.

SECTION 5

Any additional fees and assessments can be proposed by a majority affirmative vote of the Board of Directors. After the electronic communications or mailing of the amendment to the entire membership, it will be brought to the floor at the first regular meeting of the Advertising Club following a thirty (30) day period. After discussion, a vote will be taken. A majority of the Advertising Club voting members present in good standing will rule on the proposed dues.

ARTICLE VIII: OFFICERS AND DIRECTORS

SECTION 1

The officers and directors will exercise any and all corporate powers conferred by law which are consistent with and reasonably necessary and incidental to

the objects and purpose of this corporation, except that no powers will be exercised or actively engaged in otherwise and to an insubstantial extent, which in themselves are not in furtherance of Section 501 (c) (6) of the Internal Revenue Code of 1954, its rules and regulations, all as amended now or hereafter.

SECTION 2

The officers of the Advertising Club shall be President, First Vice President, Second Vice President elected by the membership, and the Executive Secretary appointed by the Board of Directors.

SECTION 3

Officers will serve for one year (12 months) beginning May meeting of the year elected.

SECTION 4

The Board of Directors of the Advertising Club shall consist of the immediate past president serving as Chairman of the Board, the elected officers, eight members serving two-year terms, four elected on alternate years, one member selected by the incoming President for a one-year term, and the Past Presidents Council Chairman or its designated representative. Total of fourteen members.

SECTION 5

In the event of death, resignation or three absences unapproved by the Board of any officer, the next officer in line will move up and the vacancy will be filled by the Board until the next annual election. The Executive Secretary, Educational Advisor and Legal Advisor are always named by a majority vote of the Board of Directors.

SECTION 6

In the event of death, resignation or three absences unapproved by the Board of any member of the

Board of Directors, the unexpired term remaining will be filled by the Board of Directors from among the members of the Advertising Club in good standing.

SECTION 7

The Past Presidents Council shall consist of at least five past Presidents of the Advertising Club with no maximum number. Any past president who is a member in good standing of the Advertising Club shall be eligible for Council membership. The Council shall elect a Chairman by plurality vote. Term of office is one year.

ARTICLE IX: DUTIES AND POWER

SECTION 1

The President shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Advertising Club. The President shall appoint all committees and committee chairpersons. In the absence of the President, the First Vice President will preside at the regular meetings and in the case of the absence of both the President and First Vice President, the Second Vice President will preside. If all three are absent, the presiding officer will be selected by the President in advance of the meetings.

SECTION 2

The First Vice President shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Advertising Club. The First Vice President shall be responsible for ADDY Awards and monthly programs. An American Advertising Awards budget shall be presented to the Board of Directors. The budget shall be submitted in September in writing to the Board of Directors for approval no later than the monthly October Board of Directors meeting.

SECTION 3

The Second Vice President shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Advertising Club. The Second Vice President shall be responsible for the Advertising Club membership, and membership campaigns.

SECTION 4

The Executive Secretary shall keep the records of all Board of Directors meetings of the Advertising Club. The Executive Secretary shall notify members of regular meetings through the Advertising Club publication and Board members of the meetings by letter and telephone.

SECTION 5

The Executive Secretary shall keep the financial records and shall direct receipts of all monies paid to the Advertising Club and direct deposit of such monies in a bank designated by the Board of Directors. The Executive Director shall be responsible for the collection of all dues, accounts and a financial report will be made at each Board Meeting. The Executive Secretary shall be bonded for an amount to be determined by the Board of Directors.

SECTION 6

Board of Directors meetings will be held the last Wednesday of every month. In addition, there may be special meetings called by the President. The President may change a Board meeting date.

SECTION 7

Seven members shall be considered a quorum at a Board of Directors meeting for conducting business.

SECTION 8

The entire legal responsibility for and management of the affairs of the Advertising Club shall be vested in its Board of Directors.

SECTION 9

Financial obligations for the Advertising Club exceeding \$50 shall first have the approval of the Board of Directors.

SECTION 10

Payments of the Advertising Club shall be approved by the Board of Directors and all checks must have the signature of both the President and the Executive Secretary. The only exception is in the absence of the President or the Executive Secretary. The First Vice President or Second Vice President shall have the authority to sign with the President or the Executive Secretary.

SECTION 11

The Officers, the Financial Chairperson and the Presidential nominees shall present a budget to the Board of Directors in April for approval.

ARTICLE X: ELECTION OF OFFICERS AND DIRECTORS

SECTION 1

The President of the Advertising Club shall appoint by January of each year, with the approval of the Board of Directors, a Nominating Committee of five members in good standing. The committee shall select for approval of the Board of Directors at least one nominee for President, at least one nominee for First Vice President, at least one nominee for Second Vice President and at least four nominees for the Board of Directors. The committee will also recommend for the approval of the Board of Directors, one name to represent student advertising education, an executive member of the Better Business Bureau, legal counsel, and a financial chairperson each to serve one-year terms and the Board for two-year terms.

SECTION 2

The Nominating Committee shall report to the Board of Directors in February and to members of the Advertising Club at its regular meeting in March.

SECTION 3

Additional nominations may be made for any position. All additional nominees are required to submit in writing, including electronic communications, the names and signatures of at least ten members in good standing to a member of the Nominating Committee within five working days, by 5:00 p.m.

SECTION 4

At the close of the five working-day periods, all members of the Advertising Club shall be notified in writing, including electronic communications, as to the nominees for each position and the date of the election.

SECTION 5

The election shall take place at the April Annual Meeting.

SECTION 6

Officers will be elected by secret ballot on election day. Those elected will be announced immediately. Losing officer candidates will automatically become eligible nominees for the Board of Directors and will be added to the second ballot of Director nominees previously selected. The second ballot will follow immediately.

SECTION 7

Newly elected officers and directors will be installed at the next regular meeting of the Advertising Club and will officially take over at that time.

ARTICLE XI: 10th DISTRICT DIRECTORS

The directors representing the Advertising Club to the 10th District of the American Advertising Federation, or its successor, shall consist of the President, the First Vice President and one member appointed by the President.

ARTICLE XII: MEETINGS

SECTION 1

Regular meetings will be held on the second Wednesday of every month unless a special meeting is scheduled during a particular month by the Board of Directors. The Board of Directors may change a regular meeting date.

SECTION 2

The purpose of meetings is to inform the members of new ideas in the field of advertising and to maintain and improve the skills of members.

SECTION 3

Twenty-five percent of the membership shall be considered a quorum at a regular meeting for conducting business.

ARTICLE XIII: EDUCATION

The Advertising Club is to provide annual scholastic achievement awards, as recommended by the Advertising Club's Education Committee, and approved by the Board of Directors, to deserving students engaged in studies related to the field of advertising and attending Oklahoma colleges and universities.

ARTICLE XIV: AMENDMENTS

These bylaws may be altered, amended, or added to in writing, including electronic communications, by first a majority affirmative vote of the Board of Directors who in turn will submit the proposed amendment to the entire membership in writing. Following the mailing of the amendment, it will be brought to the floor at the first regular meeting of the Advertising Club following a thirty (30) day period. Following a discussion, a vote will be taken. A majority of the Advertising Club voting members present in good standing will rule on the amendment.

ARTICLE XV: PARLIAMENTARY AUTHORITY

Roberts Rules of Order, Revised, shall be the authority of the Advertising Club in all matters not covered by these bylaws. Approved by the membership