

Oregon Senior Referral Agency Association

BYLAWS (revised 2020)

Article I – Name and Purpose

Section 1: *Name*

The name of this organization shall be “Oregon Senior Referral Agency Association” or OSRAA. The Association shall be an Oregon Mutual Benefit Non-Profit Corporation with Members.

Section 2: *Purpose*

The purpose of the organization is to “Promote Professional and Ethical Senior Referral Services in the State of Oregon.” Our Members share the vision of providing excellent pre-qualified housing options to seniors and their families. Our Members collaborate in gathering and exchanging information, based on our individual experiences, to provide quality assurance for referrals.

Article II – Membership

Section 1: *Eligibility for Membership*

Full Membership shall be limited to referral companies that have been in the business of referring to senior housing and care services for a minimum of two years and whose primary business purpose is senior housing referrals and placement for seniors. Primary is defined as a minimum of 51% of their revenues come from placement services. Members, or the company they work for, must have a valid business license in the State of Oregon, registered with the Secretary of State. They must be registered with State of Oregon DHS LCTR and carry professional liability insurance, with a minimum \$1 million in coverage. Members must work with the clients personally and conduct business in person or over the phone rather than over the Internet. Members must have a procedure for checking public disclosure files, maintain a database of homes and communities, and have knowledge of senior housing and related issues. To remain in good standing, members must complete 20 hours of CEU or OEC (OSRAA Educational Credit) credit every two years, which shall include a minimum of one hour in each of the following categories: finances, legal matters, ethics, disease management, and industry best practices. OEC’s will be issued by OSRAA board to members with

proof of attendance to OSRAA bi-annual conferences and OSRAA meetings with educational speakers.

Section 2: *Limits to Membership*

Members shall not have a vested interest or an ownership in any community or home they refer to clients. The exception to this is stock holdings that are a small part of a stock portfolio and ownership in communities or homes that are outside the geographic area the Member serves.

Section 3: *Code of Ethics*

Members must comply with the OSRAA Code of Ethics established on September 16, 2011, updated 2/2018.

Section 4: *Dues*

There will be membership dues of \$450 per year for members who work in Clackamas, Washington, or Multnomah County and \$300 for members who work outside the tri-county area. Dues will be collected April 1st of each calendar year. Membership dues will be prorated the initial year of membership.

Section 5: *Purpose of Dues*

Dues to the Association may be used for the following purposes: group advertising, collaborative vendor slots, group insurance, maintaining website, professional fees, general marketing and awareness, political action for the benefit of the Members, and other items voted and agreed upon by current Members of the Association.

Section 6: *Membership Application*

To be eligible for membership, prospective members must complete an 'Application for Membership'. Applicants must register with the State of Oregon and be processed through State criminal background check prior to submitting an application and include their registration number on the application. Applicants must attend at least three (3) OSRAA general meetings prior to their application being approved by the board. Attendance may include, in person or via calling in and/or attending the bi-annual conferences. Independent contractors of an applicant or OSRAA member company must apply on their own vs through the company they represent and pay as a full member. The Executive Board may review and revise membership criteria annually.

Section 7: *Disciplinary Procedure*

If Member fails to comply with the Code of Ethics established on September 16, 2011, (2/2018 update) they may be subject to the following disciplinary procedure: Any alleged breach of the Code of Ethics must be submitted to the Board in writing whether the accuser is part of OSRAA or the complaint comes from outside OSRAA. The written complaint should include specific information regarding the behavior or incident. The board will review the information to determine if the complaint is a breach of the Code of Ethics. If found to be a potential breach, the President shall call the Member to discuss the issue and ask for their written response to the allegations. If found to be invalid, the matter may be dropped without further action. If an actual breach is found and is determined to be unethical, illegal, or a serious breach of integrity the result may be immediate dismissal from OSRAA. If actual breach is found but not unethical, illegal, or a serious breach of integrity the Board shall ask for a resolution plan to be submitted in writing from the accused agency with a defined action plan, including benchmark dates for resolution, within 90 days, and a post resolution review with the Board. Recurring complaints will result in dismissal from OSRAA. Should the accused person be a Board Member, a committee chair shall replace their vote during the disciplinary process.

Article III Member Benefits

Section 1: *Access to OSRAA Web Tools*

Active members in good standing have access to the OSRAA “member only” website which includes resources that benefit all members. In addition, active members have access to Vacancy Report for communities and care homes who report their vacancies.

Section 2: *Networking and Training*

Members have the opportunity to attend all membership meetings and training programs sponsored by the Association. Active member agencies may be included in the email distribution list for updates on communities and care homes.

Section 3: *Advertisement*

Members may advertise they are members of the Association. Members will be listed on the Association’s website with a web-link to their company web-site. Members may also participate in group advertising with the Association.

Article IV Associate Members

Associate Membership is open to placement and referral agents/agencies who are not yet eligible for full membership. To be eligible for Associate Membership, prospective members must complete an 'Application for Membership'. In addition, Applicants must register with the State of Oregon and be processed through State criminal background check prior to submitting an application and include their State Registration number on the application. Applicants must attend at least three (3) OSRAA meetings prior to board approval of their application. Attendance may include, in person or via calling into monthly meetings, and the bi-annual conferences.

Section 1: *Access to OSRAA Web Tools*

Associate Members in good standing have access to the OSRAA member only website which includes resources that benefit all members. In addition, Associate Members have access to Vacancy Report for communities and care homes who report their vacancies.

Section 2: *Networking and Training*

Associate Members have the opportunity to attend membership meetings and training programs sponsored by the Association. Associate Member agencies may be included in the email distribution list for updates on communities and care homes. Associate Members will have discounted admission to conferences and marketing events hosted by OSRAA

Section 3: *Advertisement*

Members may advertise they are Associate Members of the Association. Members will be listed on the Association's website, with a web-link to their company web-site. Associate Members may also participate in group advertising with the Association. The business name will be included on printed material. The business name and contact information will be included on the OSRAA website. They may also use the OSRAA Associate Member Logo on their website and printed material.

Section 4: *Dues*

Associate Members shall pay annual dues of \$300. Dues will be collected on April 1st of each calendar year and will be prorated the first year of membership.

Section 5: *Limitations*

Associate Members are non-voting, however, may participate in discussions and committees. Associate Members may not represent OSRAA at industry labeling events and are not eligible for a board position until they become full members.

Article V Business Partner Members

Section 1: Eligibility

Business Partner Membership is open to companies who serve the senior population and are not primarily engaged in referral and placement. Business Partner Members must complete an application for membership and pay their annual dues.

Section 2: Dues

Business Members shall pay annual dues of \$300. Dues will be collected on April 1st of each calendar year and will be prorated the first year of membership.

Section 3: Benefits

Business Partner Members may attend OSRAA Quarterly general member meetings and may participate in committees. They will have discounted admission to conferences and marketing events hosted by OSRAA. The business name will be included on printed material. The business name and contact information, along with a hyperlink to the company website will be included on the OSRAA website. They may also use the OSRAA Business Member Logo on their website and printed material.

Section 4: Limitations

Business Partner Members are non-voting but may participate in discussions and committees.

Article VI Executive Board - Officers

Section 1: Board

The Board is responsible for the overall policy and direction of the Association. Board must consist of officers that are full members in good standing to sit on the Board and must be an active member. Member must show commitment to Association by attending a minimum of 7 meetings per year. Attendance may include, OSRAA monthly meetings, either in person or via conference-call, and bi-annual conferences.

Section 2: Officers

The Executive Board shall consist of the following officers: President, Vice-President, Secretary, Treasurer and Member at Large. The Board may also invite Advisors.

The President shall be responsible for convening meetings, collecting membership applications, and overseeing compliance of members. The position of President shall

be elected in September of odd numbered years, taking over the position the following January.

The Vice President shall be responsible for scheduling the monthly meeting locations and lead the meetings, when the President is absent. The position of Vice President shall be elected in September of even numbered years, taking over the position the following January.

The Secretary shall be responsible for keeping records of Association actions, sending out meeting announcements, distributing copies of minutes and the agenda to members, assuring corporate records are being maintained, and sending thank you notes and gifts for speakers. The position of Secretary shall be elected in September of even numbered years, taking over the position the following January.

The Treasurer shall be responsible for assisting with budget, banking duties and make financial information available to members. The position of Treasurer shall be elected in September of odd numbered years, taking over the position the following January.

Member at Large shall be responsible for representing members outside the Portland area. The position of Member at Large shall be elected in September of odd numbered years, taking over the position the following January.

Section 3: *Meetings*

Board meetings shall be held a minimum of four times per year. Board meetings are generally closed to the public.

Section 4: *Voting*

Voting may be done via electronic methods, including, Virtual meetings, email or by survey poll.

Article VII – Amendments

These bylaws shall be reviewed by the Board each year. Any proposed changes to the bylaws shall be presented by the President to the membership in writing.

Certification

These revised Bylaws were approved at a meeting of the Members by majority vote on

_____, 2020 by: _____