

# Oregon Senior Referral Agency Association

## BYLAWS (revised 2023)

### 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. 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 (members includes all staff who work directly with clients to include employees and/or independent contractors; administrative staff who do not work directly with clients are excluded), **must complete 10 CEU or OEC (OSRAA Educational Credit) credit every year (OSRAA calendar year is April 1 to March 31)**. Recommended categories include finances, legal matters, ethics, disease

management, and industry best practices. OEC's will be issued by OSRAA board to members upon request to OSRAA bi-annual conferences and OSRAA meetings with educational speakers.

It is the responsibility of the member company to ensure all placement agents working for them (employees and independent contractors) have obtained the required CEU/OEC credits annually. If there are staff members that do not have required credits, the member agency will be penalized \$500, if after 30 days from the membership renewal date (April 1 of each year) those credits are not provided.

Member agency professional liability insurance proof is required no later than 30 days from the membership renewal date (April 1 of each year); the agency membership will be suspended until proof of professional liability insurance is provided.

The agency's membership will be suspended until all required staff are in compliance. Suspension will include removal of the Agency from the OSRAA website; attendance at general meetings only, attendance at the bi-annual conference will be charged at Business Partner rate.

CEU or OEC requirements do not apply to independent contractors of member agencies who decline OSRAA membership.

One CEU or OEC is equivalent to one hour of instruction. OEC are prorated quarterly for new members.

### *Section 2: Limits to Membership*

Members shall not have a vested interest or an ownership in any community or home they refer to clients. "A referral agent may not refer a client to a facility in which the referral agent or an immediate family member of the referral agent has an ownership interest."

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. Referral Agencies who pay their dues but do not submit their documentation (insurance and OEC) will be considered Business Partner Members. Prorated refunds will be issued if an agency closes during the membership year but will not be issued if a member agency becomes a Business Partner due to non-compliance.

#### *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 applying and include their registration number on the application. Applicants must (will be asked to attend by a board member) attend at least three (3) OSRAA 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 are considered members through the company they represent. 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 can 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 website. 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 eligible for full membership. Associate Membership shall be limited to referral companies that have been in the business of referring to senior housing and care services for less than two years. 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 applying 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. Associate members are required to submit the same number of CEU/OEC’s and professional liability insurance as full members.

#### *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 can 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 website. 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 payable on April 1st of each membership 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 represent OSRAA at industry tabling events when accompanied by a full member. They 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. Referral and placement agencies who choose not to obtain the required CEU/OECs and/or professional liability insurance may also apply as a Business Partner Member. 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 payable on April 1st of each membership 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 Vice President is responsible for scheduling the speakers for the conferences. 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 Secretary is responsible for scheduling the vendors for the conferences. 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

August 31, 2023      by: OSRAA Membership

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