

**MWEA
CONSTITUTION
&
BYLAWS**

Adopted June 25, 2012

**MICHIGAN WATER ENVIRONMENT ASSOCIATION
CONSTITUTION & BYLAWS**

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MICHIGAN WATER ENVIRONMENT ASSOCIATION

CONSTITUTION & BYLAWS

1. NAME

The name of this organization shall be the Michigan Water Environment Association, hereinafter designated as the Association.

2. OBJECTIVES

The objectives of the Association are as follows and are in Harmony with the objectives of WEF

- 2.1 The advancement of fundamental knowledge of the water environment, its basic qualities, and the physical laws governing its interaction with other aspects of the environment and with the aesthetic, economic, and biological needs of the earth's inhabitants.
- 2.2 The advancement of practical knowledge in the technology, design, construction, operation, and management of water quality control systems and facilities.
- 2.3 The increased understanding of the nature and function of the earth's natural waters, watersheds and hydrologic cycle, and encouragement and promotion of actions necessary to preserve and enhance them.
- 2.4 The implementation of the objectives previously stated through an exchange of information and experience among its members, and other interested persons, by an annual conference of its members.
- 2.5 The publication and distribution of information relating to the water quality control field.
- 2.6 The promotion of public understanding and the encouragement of sound regional policy in matters relating to the water quality control field.
- 2.7 The improvement of the professional status of all personnel engaged in any aspect of the environment, including but not limited to the design, management, and operation of water quality control systems.
- 2.8 The stimulation of public awareness of the relationship of water resources to the general public welfare, and the need for preservation and reuse of water resources.
- 2.9 The encouragement, through the publication of periodicals and at meetings, of a professional exchange of information and experience.

3. AFFILIATION

- 3.1 The Association shall be a member of the Water Environment Federation, hereafter designated as WEFWEF. It is the intent that the Constitution & Bylaws of this Association shall be in harmony with the Constitution & Bylaws of WEF.

4. FISCAL YEAR

- 4.1 The fiscal year of the Association shall be January 1 through December 31.

5. MEMBERSHIP

- 5.1 The Membership of the Association shall consist of individuals, corporations, or any other entities residing in or maintaining a place of business within the franchise area of the association who may have an expressed interest in the Water Environment as specified herein.
- 5.2 The term “eligible voting member” refers to all association members whose dues are current. Eligible voting members, unless otherwise specified herein, shall have full voting privileges, have eligibility for election or appointment to office, have eligibility to chair or serve on committees, and receive the appropriate publications of the Association and Federation.

6. BOARD OF DIRECTORS

6.1 Function

- 6.11 The affairs of the Association shall be directed by the Board of Directors, hereinafter referred to as the Board, comprised of its elected members, under such rules as the Board may determine, which shall be subject to the specific conditions of this Constitution & Bylaws. The Board of Directors shall be accorded the same privileges and duties normally associated with a Board of Directors.

6.2 Board of Directors Composition

- 6.21 The members of the Board of Directors shall be the President, the President-Elect, the Vice President, the Secretary, the Treasurer, the latest living Past President, the allotted number of representative(s) to WEF House of Delegates (herein after designated as WEF Delegate(s)) and two Association Directors. The Association’s Executive Director, should the position be filled, shall serve in an ex-officio (non-voting) capacity.
- 6.22 The officers of the Association shall be the President, President-Elect, the Vice President, Secretary, and Treasurer.
- 6.23 No Board Member shall serve in a dual capacity.

6.24 All board members shall be eligible voting members in good standing at the time of their election or appointment and during their term of office.

6.3 Presiding Officer

6.31 The President of the Association shall be the presiding officer of the Board.

6.4 Meetings

6.41 The Board shall meet not less than four times annually and at such times as required to direct the affairs of the Association. The first meeting shall be at the Annual Conference. Other meeting dates should be established at that time. A minimum of thirty (30) days' notice of regular meetings shall be given to the members of the Board, by the Secretary as authorized by the President. Other meetings of the Board may be held as provided herein.

6.5 Quorum

6.51 A majority of the members of the Board present at a duly noticed meeting shall constitute a quorum. The Board may, in its sole discretion, enact policies that allow members to participate remotely and be considered present for purposes of determining a quorum.

6.6 Functions of Officers

6.61 The President shall be the executive officer and shall have general supervision of the affairs of the Association and shall perform such duties as prescribed in Section 17.1.

6.62 The President-Elect and the Vice President shall assist the President in the performance of the duties of the office. In the absence of the President, the president-elect shall act. In the absence of the President and the president-elect, the Vice President shall act. The President-Elect and the Vice President shall perform such additional duties as assigned by the President and as prescribed in Section 17.2 and 17.3.

6.63 The Treasurer shall manage the affairs of the Association as directed by the Board, and shall have supervision of the funds and other assets of the Association. The Treasurer shall perform such additional duties as prescribed in Section 17.4.

6.64 The Secretary shall perform or direct such secretarial duties as needed by the Association and shall perform such duties as prescribed in Section 17.5 or as assigned by the Board.

6.65 The Past-President shall perform such duties as prescribed herein.

6.66 The WEF Delegate(s) shall represent the Association in the conducting of all business by on the Federation House of Delegates for a term of service designated by the WEF Constitution and Bylaws, be a member of the Water Environment Federation, and perform such duties as prescribed in the WEF Constitution and Bylaws and herein Section 17.7.

6.67 The two Association Directors shall perform such duties as prescribed in Section 17.6.

6.68 The Executive Director, if any, shall perform such duties as assigned or directed by the Secretary and as further provided in the Statements of Policy.

6.7 Terms of Office

6.71 The terms of office of the President, President-Elect, Vice President, Secretary and Treasurer shall commence at the close of the Annual Conference Awards Banquet and terminate at the close of the Annual Conference Awards Banquet for the year their term expires.

6.72 In the case of a vacancy in the Office of President, the President-Elect shall act as President for the unexpired term. In case the President-Elect cannot act, the Vice President shall do so. In case the Vice President cannot act, the latest living Past-President shall do so. If the latest living Past-President cannot act, the Board shall elect one of its members to serve as President.

6.73 The term of office of the Past-President shall commence with the close of the Annual Conference Awards Banquet following his/her term of office as President and shall terminate at the close of the next following Annual Conference Awards Banquet. No election for this office shall be required.

6.74 In the case of a vacancy in the office of Past-President the Board shall elect the latest living prior Past-President that accepts that position, to fill the un-expired term.

6.75 In the case of vacancy by any other elected officer or Board Member, the Board shall elect an eligible voting member to fill the vacancy until the next annual meeting.

6.76 The President shall be ineligible for immediate re-election. The President-Elect shall not be eligible for reelection to the same office until at least one full term has expired after the end of his/her term of office. The Vice President shall not be eligible for re-election to the same office until at least two full terms have elapsed after the end of his/her term of office. This prohibition shall not apply to a person acting as President, president-elect or Vice President under the provisions of Section 6.72.

6.77 The term of office of WEF Delegate(s) shall be three years, and are eligible for an additional three year term but shall not serve more than two consecutive terms. WEF term shall start with the second organizational meeting of WEF House of Delegates at the WEFTEC. New Delegate(s) shall be voting members of the Association Board after the Association's Annual Conference Awards Banquet.

6.78 The term of office of the two Association Directors shall be three years and each is eligible for an additional three year term but shall not serve more than two consecutive terms. Terms commence at the close of the Annual Conference Awards Banquet following election and terminate at the close of the Annual Conference Awards Banquet following election of the successor(s). The terms of these Association Directors shall be so staggered that only one is elected each year unless it is necessary to fill a vacancy under the provisions of Section 6.75. After the end of their second consecutive term of office, they shall not be eligible for re-election to the same office until at least one full term shall have elapsed.

- 6.79 The Treasurer's term of office shall be three years and eligible for an additional three year term. The Treasurer shall not be eligible to succeed themselves for more than two complete terms. After the end of their second consecutive term of office, they shall not be eligible for re-election to the same office until at least one full term shall have elapsed.
- 6.710 In the first election held following the enactment of this provision, the Secretary's term of office shall be for one year. The Secretary so elected shall be eligible for re-election in accordance with this section. For all subsequent elections, the Secretary's term of office shall be three years and eligible for an additional three year term. The Secretary shall not be eligible to succeed themselves for more than two complete terms. After the end of their second consecutive term of office, they shall not be eligible for re-election to the same office until at least one full term shall have elapsed.
- 6.80 These term limitations may be waived upon a two-thirds vote of the Board, in response to unforeseen and/or unusual circumstances.

7. ELECTION OF OFFICERS

7.1 Nomination and Election of Officers

- 7.12 Nominations for President, President-Elect, Vice President, Secretary, Treasurer, Federation Delegate(s) and Association Director(s) to be elected at the Annual Business Meeting shall be made by the Nominating Committee. The Nominating Committee, through its chair shall, report its selection or selections for each office to the Board not later than ninety (90) days prior to the Annual Business Meeting at which the election is to be held. Nominees shall be eligible voting members and shall signify willingness to serve. Candidates for President shall have been a member of the Board.
- 7.13 The Secretary shall notify the membership of nominees for office not later than sixty (60) days prior to the Annual Business Meeting. The election of Officers shall be conducted by the Nominations Committee Chair and shall be by majority vote of the members present at the Annual Business Meeting. Nominations also may be made from the floor at the time of election provided that such nominees shall meet all requirements as specified in the Constitution & Bylaws and signify a willingness to serve. If more than one name is placed in nomination for office, voting shall be by ballot and the nominee receiving a majority of the votes cast shall be declared elected. Election of all officers shall be by eligible voting members.

8. ANNUAL BUSINESS MEETING

- 8.1 The regular Annual Business Meeting shall be held at the time and place designated by the Board and may be held in conjunction with the Annual Conference.
- 8.2 The Secretary shall notify the membership of the time and place of the Annual Business Meeting at least sixty (60) days prior to the designated date.

9. LOCAL SECTIONS

- 9.1 Local Sections may be organized for the purpose of furthering the objectives of the Association.
- 9.2 Services of the Association shall be made available to the Local Sections. Liaison between the Association and Local Sections shall be maintained through Association officers and committees.
- 9.3 Each Local Section shall conduct its meetings and regulate its business in a manner consistent with the objectives and policies of the Association.
- 9.4 The specifics relative to Local Sections activities are provided in the Statements of Policy.
- 9.5 Each Local Section shall have at least one designated representative position on the Local Sections Committee.

10. AMENDMENTS

10.1 Initiation

- 10.11 Amendments to this Constitution & Bylaws may be proposed by the Board. Amendments proposed by petition shall be considered by the Constitution & Bylaws Committee who shall review them and if found to be in good order and not inconsistent with the stated objectives of the Constitution & Bylaws shall refer them to the Secretary for proper review.

10.2 Notification

- 10.21 The Secretary shall submit amendments proposed by the Board or offered by petition to WEF for comment prior to presentation to the membership. The Secretary shall notify all members of the proposed amendment/s no less than (20) days prior to the next annual business meeting.

10.3 Adoption

- 10.31 The Secretary shall conduct a vote on the adoption of proposed amendments, at the Annual Business Meeting. A two-thirds affirmative vote of the eligible members present shall be required to adopt the amendments so proposed.

11. FRANCHISE

- 11.1 The exclusive service area of the Association shall consist of the State of Michigan.
- 11.2 There shall be no revision except as consistent with and approved by WEF.

12. ORGANIZATIONAL PURPOSE, FINANCIAL ACTIVITIES AND DISTRIBUTION OF ASSETS

12.1 Organizational Purpose

- 12.11 The Association is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).
- 12.12 No activities of the Association or its organized committees, its officers, or membership shall be carried on in the name of the Association, which would disqualify the Association from exempt organization status under the above referenced statute.

12.2 Financial Activities

- 12.21 No part of the net earnings of the Association shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the objectives of the Association. No substantial part of the activities of the Association shall be carrying on of lobbying, or otherwise attempting to influence legislation. The Association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign. Notwithstanding any other provision herein, the Association shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, or (b) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

12.3 Dissolution/Distribution of Assets

- 12.31 Dissolution of the Association may take place with the consent of a minimum of 75% of the members of the Association.
- 12.32 Upon the dissolution of the Association, the Board shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purpose of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board shall determine. Any such assets not so disposed of shall be disposed of by a Court of the County in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. Notice of dissolution shall be given to WEF within 30 days.

13. MEMBERSHIP CLASSIFICATIONS, QUALIFICATIONS AND PRIVILEGES

13.1 Membership Classes - Shall include all classes of membership designated by WEF and other classes of membership established by the Association.

13.11 WEF Membership Classes

13.111 Individual Member – any individual interested in the advancement of knowledge relating to the objectives of WEF.

13.112 Privileges – Shall have all the rights and privileges granted by the WEF including the right to vote and to hold office as provided for in the WEF Constitution and Bylaws.

13.113 Group Member – Any group or organization interested in the advancement of knowledge relating to the objectives of the Water Environment Federation.

13.114 Privileges – Shall have all the rights and privileges granted by the WEF, including the right of its authorized representative to vote, as provided for in the WEF Constitution and Bylaws.

13.2 Association Membership Classifications

13.21 Active Members

13.12 Service Members (including Honorary, Life & Retiree)

13.13 Corporate Members (including Contractor)

13.14 Student Members

13.15 Dual Members

13.16 Operations Members

13.17 Affiliate Members

13.2 Qualifications and Privileges

13.21 **Active Members**

13.211 Shall be persons professionally engaged or interested in the advancement of the objectives of the Association.

13.212 Shall be eligible voting members

13.213 Shall pay dues, to both the Association and Federation.

13.22 **Service Members (includes Honorary, Life & Retiree)**

13.221 **Honorary Members**

- 13.2211 Not more than two honorary members may be elected in any calendar year.
- 13.2212 Shall be elected for life, by unanimous vote of the Board.
- 13.2213 Shall be eligible voting members.
- 13.2214 The Past Presidents Committee shall suggest potential nominees. The Awards Committee shall make nominations.
- 13.2215 Honorary Members living may not exceed a ratio of three (3) Honorary Members to every 100 eligible voting Members of the Association at the time of election.
- 13.2216 Honorary Federation Members elected from this Association shall also be, by their election, Honorary Members of the Association and shall be awarded an appropriate certificate by the Association.
- 13.2217 Honorary members shall not pay Association dues.
- 13.2218 Honorary Association members shall be an Association member at the time of their selection.

13.222 **Life Members**

- 13.2221 Shall be persons who have been members of this Association for at least thirty-five years and at least 65 years old, and who have applied to the Association for Life Membership or have been nominated by the Awards Committee.
- 13.2222 Shall be an eligible voting member
- 13.2223 Shall pay no Association dues.

13.223 **Retiree Members**

- 13.2231 Shall be retired persons whose combined age and years as an Association member total at least 75.
- 13.2232 Shall have all member rights and privileges, as established by the Board.
- 13.2233 Shall be an eligible voting member.
- 13.2234 Shall pay no Association dues.

13.23 **Corporate Members** (Includes Contractor Members)

- 13.231 May be organizations engaged in the design, construction, supply, service, operation or management of water quality control systems.
- 13.232 May be governmental agencies.

- 13.233 May be industrial or contracting organizations.
- 13.234 May be any other corporate bodies or organizations engaged in or interested in at least one of the stated objectives of the Association.
- 13.235 Shall designate an individual to be the Association member, whose name shall appear on the rolls of members of the Association. Only that member of record shall be the eligible voting member, but shall not be eligible for holding Association office.
- 13.236 The representative may be changed by written notice from the Corporate Member to the Secretary of the Association.
- 13.237 Shall pay dues, to both the Association and Federation.

13.24 Student Members

- 13.241 Shall be enrolled college or university students who spend at least one-half time on academic course work or equivalent.
- 13.242 Shall be eligible voting members, but shall not hold Association or Federation offices.
- 13.243 May not retain this class of membership beyond the end of the calendar year in which enrolled as a student.
- 13.244 Shall pay dues, to both the Association and Federation.

13.25 Dual Members

- 13.251 Shall be eligible voting members in good standing of any other member Association of WEF.
- 13.252 Shall be eligible voting members, but shall not hold Association office and shall not by virtue of such membership in this Association be a member of WEF. Eligible voting members shall not be prohibited from holding Association office as a result of Dual Member status in another Association.
- 13.253 Shall pay Association dues.

13.26 Operations Members

- 13.261 Shall be persons who are actively employed by a responsible operating entity on a facility site on a day-to-day basis, engaged in the operation and maintenance of wastewater collection facilities, wastewater treatment facilities, or wastewater laboratories provided for such treatment facilities, or are off-site private laboratory technicians who routinely perform wastewater analysis, or are retired there from.
- 13.262 Shall be eligible voting members.
- 13.263 Shall pay dues, to both the Association and Federation.

13.27 Affiliate Members

- 13.271 Shall be eligible voting members.
- 13.272 Shall not, by virtue of such membership, be a member of WEF.
- 13.273 Shall pay Association dues.

13.3 Certification of Membership

- 13.31 The Secretary or Executive Director shall certify each month to the Executive Director of WEF, the new or changed memberships of the Association, accompanied by payment of the appropriate amount of dues for each class of member.
- 13.32 The Secretary or Executive Director, or designee, if directed by the Secretary, shall maintain a list of Association Honorary, Life, Retiree and Affiliate members.
- 13.33 All members must renew membership annually, regardless of classification.

14. DUES

14.1 Payment of Dues

- 14.11 For each Active, Affiliate, Corporate, Student, Retiree, Operations, and Dual Member, the annual dues shall be determined by the Board.
- 14.12 Annual dues, except for Affiliate members, shall be billed directly to Association Members by WEF. WEF membership dues shall be determined by the WEF Board of Trustees and shall include the current dues for the Association and for WEF. Dues shall be payable within one month after a Member's anniversary date.
- 14.13 Dues are payable for a twelve-month period beginning with the first date of membership which is defined as the anniversary date.
- 14.14 Affiliate members and members in other classes of membership established by the Association as provided herein shall pay dues as established by the Board or as provided by these Constitution & Bylaws. These dues shall be billed and received by the Treasurer or designee.

14.2 Subscription included in Dues

- 14.21 All members certified to WEF by the Association shall be entitled to such publications of WEF as may be approved by the WEF Board of Trustees for the appropriate membership class. All members shall be entitled to the publications of the Association as may be approved by the Board.

14.3 Arrears

- 14.31 Any Member of WEF who shall be delinquent in dues for a period of 30 days from the time dues become due shall be notified of such delinquency and suspended from further services. If payment is not made within the next succeeding 30 days, the delinquent Member shall be dropped from the rolls and thereupon forfeit all rights and privileges of membership.
- 14.32 Affiliate members and members in other classes of membership shall be given notice of default by the Association Treasurer or designee.

15. EXPULSION

- 15.1 Any member may be expelled from the Association for good and sufficient reason and by a two-thirds vote taken at a duly constituted meeting of the Board.
- 15.2 Any member of the Board may be removed from office for good and sufficient reason and by a two-thirds vote of the remaining Board members taken at a duly constituted meeting of the Board.

16. DIRECTORS

16.1 Duties of the Board of Directors

- 16.11 Be the legal representative body of the Association and shall conduct its affairs subject to the conditions and limitations prescribed in the Constitution & Bylaws.
- 16.12 Develop, implement, maintain and amend Statements of Policy for the effective and efficient operation of the Association.
- 16.13 Adopt an annual budget prior to the beginning of the fiscal year. Only designated officers of the Michigan Water Environment Association may distribute funds, sign checks, enter into contracts and/or otherwise commit the financial assets of the Association. These designated officers shall be limited to the current, Treasurer.
- 16.14 Receive all committee reports and take appropriate action on recommendations made in these reports where required.
- 16.15 Act on all committee appointments proposed by the President and as prescribed in the Constitution & Bylaws.
- 16.16 Direct the investment and care of funds of the Association.
- 16.17 Determine the annual dues of all classes of Association membership for the current year.
- 16.18 Make funds available for regular operation of the Association and for specific purposes. No financial commitments shall be incurred that are beyond the funds available or reasonably anticipated, to the Association, and through the office of the Treasurer.

16.2 Board Actions

- 16.21 Official actions of the Board shall require a majority vote of those present at scheduled meetings, except as herein provided.
- 16.22 Negotiate and approve agreements and/or contracts.
- 16.23 Abstentions are allowed,
- 16.24 For emergency matters, the President may instruct the Secretary to convene the Board by such emergency procedures as it shall establish in the Statements of Policy.
- 16.25 Shall review and may approve or reject Committee Chair appointments made by the President.

17. SPECIFIC DUTIES OF BOARD MEMBERS

17.1 President

- 17.11 Supervise and coordinate the affairs of the Association
- 17.12 Represent the Association and be its official spokesperson on matters of principle, policy or purpose.
- 17.13 Preside at all business and general meetings of the Association and meetings of the Board. Preside over the Annual Business meeting and such votes as scheduled for member approval.
- 17.14 Call such meetings of the Board as may be necessary and appropriate as specified in Section 6.41 of the Constitution & Bylaws.
- 17.15 Appoint members of all Management, Standing, and Ad Hoc Committees as specified in Section 18.1.
- 17.16 With the aid of the Treasurer and the Audit and Budget Committee, ensure that an annual budget is submitted to the Board for approval, subject to the requirements that the Board may impose in the Statements of Policy.
- 17.17 Perform such other duties as provided in the Constitution & Bylaws and as may be assigned by the Board.
- 17.18 Serve as Chair of the Audit and Budget Committee

17.2 President-Elect

- 17.21 Assist the President in the performance of the duties of office.
- 17.22 Act for the President, in his/her absence or as required in Section 6.62 and 6.72.

- 17.23 Serve as chair of the Program Committee.
- 17.24 Select all committee chairs for the following year and present to the Board for approval prior to the close of the Annual Conference.
- 17.25 Perform such other duties as provided in the Constitution & Bylaws and as may be assigned by the Board.

17.3 Vice President

- 17.31 Assist the President in the performance of the duties of office.
- 17.32 Act for the President in his/her stead in the absence of the President and President-Elect or as otherwise required as provided for in Section 6.62 and 6.72.
- 17.33 Serve as Chair of the Time and Place Committee, Vice Chair of the Program Committee, and Chair of Strategic Planning Committee.
- 17.34 Perform such other duties as provided in the Constitution & Bylaws and as may be assigned by the Board.

17.4 Treasurer

- 17.41 At the Annual Business Meeting present a Treasurer's report.
- 17.42 Serve as financial officer of the Association; take charge of the funds of the Association and custody of its investments, if any; see that all moneys due the Association are collected carefully and deposited promptly in depositories approved by the Board; pay all bills appropriated; account for all expenditures, and other assets and liabilities for review make a report for the fiscal year showing all receipts, expenditures, and other assets and liabilities for review of the Board and submit a summary report thereof at the Annual Business Meeting; prepare with the assistance of the Audit and Budget Committee, the Annual Budget as provided in Section 16.12 and 16.17.
- 17.43 Shall serve on the Audit and Budget, Time and Place Committees and Annual Conference Coordination Committees. Act as Chair of the Constitution & Bylaws Committee.
- 17.44 Perform such other duties as may be prescribed herein or as directed by Board.

17.5 Secretary

- 17.51 Ensure the maintenance of the official office of the Association; keep the vital records of membership, proceedings and actions taken by officers and committees; prepare and carry on the official correspondence of the Association on all matters not assigned to other officers or committees; prepare and transmit to WEF office all records of membership and other matters required by WEF Constitution & Bylaws and in keeping with established practices.

- 17.52 At the Annual Business Meeting take and prepare the minutes, prepare a summary statement of the proceedings of the meeting and distribute same as appropriate.
- 17.53 Serve as Secretary of the Board; arrange for all meetings of the Board as required by the President. On behalf of the Constitution & Bylaws Committee, prepare and present changes and amendments to the Constitution & Bylaws and Statements of Policy.
- 17.54 Provide assistance to Committees as directed by the Board.
- 17.55 At the Annual Business Meeting, conduct a vote on changes to the Constitution & Bylaws, and conduct other Business Meeting activities as related to the office or as may be directed by the President.
- 17.56 Following the Annual Business Meeting, prepare and transmit to WEF a list of new officers, proceedings of the Annual Conference and other pertinent information.
- 17.57 Serve as Editor for and insure the preparation of the Association newsletter for distribution to members.
- 17.58 Serve as Chair of the Annual Conference Registration Committee and conduct those registration activities.
- 17.56 Serve as Chair of the Annual Conference Coordination Committee
- 17.59 Serve as member on Audit and Budget Committee.
- 17.60 Perform other such duties as may be prescribed herein or as directed by the Board.

17.6 Association Director

- 17.61 The Senior Association Director shall serve as the chair of the Association Awards Committee and will coordinate the presentation of all Association Awards at Annual Conference.
- 17.62 The Junior Director shall serve as Vice-Chair of the Awards Committee, and shall be responsible for the preparation and distribution of Association awards at Annual Conference.
- 17.63 Each director shall be assigned by the President to serve as liaisons to other selected committees.

17.7 Federation Delegate(s)

- 17.71 WEF Delegate(s) shall serve as representatives of the Association on WEF House of Delegates and shall keep the Association advised of all activities of WEF.
- 17.72 Federation Delegate(s) shall develop, with the concurrence of the Board, a plan to effectively represent the Association in regards to Federation activities.
- 17.73 The Senior Federation Delegate shall serve as a member on the Association Awards Committee.

17.74 Only Federation members are eligible to be Federation Delegate(s).

18. GENERAL GUIDELINES FOR COMMITTEES

18.1 Committee Appointment

18.11 All committee chairs shall be appointed by the incoming President with the approval of the Board except as otherwise specified herein.

18.12 Ad Hoc Committees appointed by the President shall serve during the term of office of the President and shall carry out the duties set forth in their appointment.

18.2 Committee Chairs

18.21 All standing committees shall have a Chair and a Vice-Chair and membership representative. Such persons shall be eligible voting members of the Association.

18.22 The Chair of each committee shall have the right to appoint such subcommittees as may be required.

18.23 Where appropriate, the Chair of each Committee shall have the right to appoint Vice-Chairs and membership representatives from committee members, as may be required in the Committee's work.

18.24 A member may not chair the same committee more than three consecutive years unless otherwise provided in the Constitution & Bylaws or unless approved by two-thirds vote of the Board.

18.3 Committee Membership

18.31 Committee members shall be appointed by the Committee Chair with the approval of the President.

18.32 Committee members shall be members of the Association unless otherwise recommended by the Committee Chair and with the concurrence of the President.

18.33 Association members may serve on any committee unless specifically prohibited by this Constitution & Bylaws.

18.4 Committee Reports - Requirements

18.41 All Committees shall make periodic reports and recommendations to the Board for consideration and further action where required. Reports of committee activity shall be made to the members as specified by the Board. At a minimum, committees are required to submit the following; minutes of all committee meetings, an annual committee report and a committee activity plan with a budget proposal for the period stipulated by the Board.

19. STRUCTURE AND DUTIES OF MANAGEMENT COMMITTEES

19.1 Annual Conference Coordination Committee

- 19.11 Shall consist of the Secretary, who shall serve as chair, The Treasurer, the chairs of the Awards and Program Committees, and other persons as appropriate.
- 19.12 Shall plan and bring about the Association's Annual Conference and the Annual Business Meeting.

19.2 Audit and Budget Committee

- 19.21 Shall consist of the President, who will serve as Chair, President-Elect, Vice President, Treasurer, Secretary, and last living Past President.
- 19.22 Shall prepare a budget of estimated revenues and expenses for the next fiscal year for submittal to the Board prior to the beginning of the next fiscal year as required by Constitution & Bylaws.
- 19.23 Shall, within ninety (90) days of the close of the fiscal year, make an audit of the financial records of the Treasurer and report to the Board.

19.3 Awards Committee

- 19.31 Shall consist of three or more members, at least one of whom has served on the committee during the previous year. The Chair shall be the Senior Association Director and the Vice-Chair shall be the Junior Association Director.
- 19.32 Shall select final nominees for all Association and Federation awards, including Honorary Membership. Upon selecting worthy nominees, present the names of persons so selected to the Board for approval subject to the requirements that the Board may impose in the Statements of Policy. In selecting such nominees consideration should be given to the recommendations made by the appropriate committees.
- 19.33 Shall submit the approved nominations for Federation awards to WEF in accordance with WEF nominating schedule.

19.4 Constitution & Bylaws Committee

- 19.41 Shall consist of three or more members of which the Secretary shall serve as Chair.
- 19.42 Shall prepare all proposed amendments to the Constitution & Bylaws and/or receive and review proposed amendments as provided in Section 10.11 and 10.21 herein, and present all such amendments to the Board for consideration.

19.5 Nominations Committee

- 19.51 Shall consist of three or more members, only one of which may be a member of the Board. No members shall serve on the Committee for more than three consecutive years.

- 19.52 Shall nominate candidate(s) for each office as specified in Section 7.12 of the Constitution & Bylaws.
- 19.53 Shall provide the Board a progress report and present the final slate of candidates for offices in accordance with the requirements that the Board shall impose in the Statements of Policy
- 19.54 The Chair shall conduct the “Election of Officers” at the Annual Business Meeting.

19.6 Program Committee

- 19.61 Shall consist of five or more members, chaired by the President-Elect. The Vice Chair shall be the Vice-President.
- 19.62 Shall be responsible for the development of the technical program for the Annual Conference with submittal to the Board for approval in accordance with the requirements that the Board may impose in the Statements of Policy.
- 19.63 Shall confer and cooperate with other committees as appropriate to development a quality program.

19.7 Strategic Planning Committee

- 19.71 Shall be chaired by the Vice President and include, the President-Elect, two Past Presidents, and three members who are not part of the Board, one of whom shall be a member of the Local Sections Committee.
- 19.72 Shall develop long range plans for the Association projecting activities and budget for at least five years, and submit it for acceptance by the Board and update this document annually.
- 19.73 The Board shall monitor implementation of these plans with the assistance of other association committee members.

19.8 Time and Place Committee

- 19.81 Shall consist of the Vice President, Secretary, Treasurer, and Executive Director. The Vice President shall serve as Chair.
- 19.82 Shall be responsible for the selection of the Annual Conference meeting place and the meeting date at least four (4) years in advance for which prior arrangements have not been made by a predecessor committee and for such other meetings as the Board may direct.
- 19.83 Shall report the selection to the Board for subject to the requirements that the Board may impose in the Statements of Policy.
- 19.84 Shall present the Annual Conference Site selection(s) to the membership in attendance at the Annual Business Meeting.

20. OTHER COMMITTEES

20.1 General Guidelines

- 20.11 In addition to the management Committees established herein, there shall be such other standing committees as deemed necessary by the Board, and identified and listed in the Statements of Policy.
- 20.12 Ad Hoc Committees may be appointed by the President as deemed necessary to carry out the work of the Association. Re-establishment of all Ad Hoc Committees shall be subject to annual confirmation by the Board.
- 20.13 All reports and recommendations of Management, Standing, and Ad Hoc Committees shall be submitted to the Board for further consideration and action.