

MISSOURI WATER AND WASTEWATER CONFERENCE

A membership association for water & wastewater professionals

CONSTITUTION

ARTICLE I

Name

The name of this organization shall be the Missouri Water and Wastewater Conference, hereinafter designated as MWWC.

ARTICLE II

Objectives

The objective of the MWWC is to assist water and wastewater personnel to meet state certification requirements and to better enable them to serve the members of their communities by providing them with quality training and networking opportunities.

ARTICLE III

Membership

The membership of the MWWC shall consist of persons, firms, corporations, or entities whose objectives are in harmony with the purposes of the MWWC.

ARTICLE IV

Organization

Section 1. The affairs of the MWWC shall be conducted by the Board of Directors and in accordance to the constitution and by-laws of the MWWC.

Section 2. The officers shall be a Chair, Chair-elect, Vice-chair and a Recording Secretary, and shall be selected at the annual meeting. The Chair-elect is the automatic successor to the position of Chair.

Section 3. The Board shall consist of:

- (a) Chair
- (b) Chair -elect
- (c) Vice-chair
- (d) Three directors as designated in the by-laws of the MWWC.
- (e) A regional representative from each section of the MWWC.
- (f) Immediate Past Chair
- (g) Recording Secretary

Section 4. The terms of the office of the Chair, Chair-elect, and Vice-chair shall be one year. The Vice-chair shall serve as Chair of the technical program committee. The Recording Secretary shall transcribe the records of board meetings but shall not have a vote on the board. Terms of office of the Chair, Chair-elect and Vice-chair shall start at the beginning of the last session of the annual meeting at which they are elected and continue until a successor qualifies. Selection of officers is by the nominating committee, which may consider a board member for an officer or any other person in good standing that has been a member of the MWWC for 4 years. Election will be at the annual meeting from the slate of officers proposed by the nominating committee or by nominations from the floor. Appointment of the Recording Secretary shall be by the Board. The members of the board of directors shall serve for a term of four *years*.

Section 5. The Chair and Chair-elect shall not be eligible for reelection to consecutive terms. The Vice-chair may be reelected for an additional term of office. The three board members shall be elected by the membership at the annual meeting for a term of 3 years. Board members may be reelected and serve an additional 2-year term or till a qualified replacement is elected. If a board member is for any reason unable to serve the executive committee shall appoint a member to serve in his or her place and stead for the remainder of the term. Board members shall not be eligible for reelection to consecutive terms.

Section 6. The Chairman shall be the presiding officer of the Board of Directors.

Section 7. A quorum of the Board shall consist of a majority of its members.

Section 8. The MWWC may establish or abolish regional sections. Each regional section shall elect for one-year terms a Chairman, Vice-chairman, and Secretary. A representative to the board of Directors of the MWWC shall also be elected who shall serve a two-year term. These officers and representatives must be members of the MWWC. Unexpired terms of regional representatives shall be by appointment of the section officers.

ARTICLE V

Executive Committee

Section 1. There shall be an Executive Committee consisting of the Chairman of the Board, the Chair-elect, the Vice-chair, and two members of the Board designated by the Chairman with the advice and consent of the Board. One member of the Executive Committee shall be a Section Board Member. If any representative selected becomes unable to complete his or her term, the Executive Committee shall appoint another Board Member to serve in his or her place for the remainder of the term. Between the meetings of the Board of Directors, the Executive Committee shall act for the Board of Directors and may exercise such power as may be delegated by the Board. Any action by majority of the Executive Committee shall be the same as and shall in fact be the action of the Board and therefore binding upon this organization.

Section 2. The Executive Committee may designate a person to oversee and coordinate the activities of the MWWC. He or she shall be identified as the Director and shall serve at the pleasure of the Board.

Section 3. The Executive Committee shall report to the Board at each regular meeting any actions taken since the previous board meeting. One of the prime functions of the Executive Committee shall be to employ, supervise and provide job descriptions for individuals conducting the day by day affairs of the MWWC.

No persons directly remunerated for his or her services to the MWWC shall be eligible to hold office or be a member of the board.

ARTICLE VI

Elections

Section 1. At each annual meeting, the MWWC membership shall elect the officers of the Conference for the following year. Any candidate so elected shall be a member of the Conference.

Section 2. In the event that an officer or board member retires or attains a status which does not allow him to continue as a member of the MWWC, a necessary qualification to hold an office, the Board shall, by majority vote, designate his or her successor who shall serve for the unexpired portion of his or her term.

ARTICLE VII

Amendments

Amendments to this Constitution may be made by two thirds vote of the individual members of the MWWC present and voting at any annual meeting, providing said proposed amendments have been approved in writing by the Board and submitted to MWWC's membership at least sixty (60) days in advance

By two thirds vote of individual members of the MWWC by mailed ballot providing said proposed amendments have been approved in writing by the Board and submitted to the MWWC membership with a voting ballots at least sixty (60) days prior to the announced deadline for return receipt of ballots.

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BY-LAWS

ARTICLE I

Membership

Section 1. The membership of the MWWC shall be composed of honorary, active, associate and life members.

Section 2. An honorary member shall be a person whose practical or scientific knowledge in matters relating to water supply, wastewater collection and disposal and whose activities and accomplishments in those fields in the state of Missouri shall entitle him or her to special recognition by the MWWC. Honorary members shall not be required to pay any dues.

Section 3. An active member shall be a person holding a position connected with the administration, supervision, or operation of one or more water works or wastewater systems, a professional engineer; a chemist, bacteriologist, or biologist, including those acting technically as such for, and employed by, associate members of the MWWC; or any qualified person, engaged or interested in the advancement of knowledge relating to water supplies and wastewater facilities in general.

Section 4. An associate member shall be a person, firm, or corporation engaged in the manufacturing or furnishing of supplies, materials, or equipment for the construction, operation, or maintenance of water or sewage works. An associate member is privileged to be represented by one person on the floor at each meeting, but such representative shall not be entitled to vote.

Section 5. A life member shall be any active member in good standing who has paid individual membership dues for 25 years. A life member shall not be required to pay membership dues.

ARTICLE II

Admission and Expulsion

Section 1. The Board, on its own initiative, or the request of twenty-five (25) MWWC members may elect any qualified person to honorary membership. This election shall take place at a regular Board meeting and shall be by ballot. Two negative votes shall exclude.

Section 2. Any person, firm, corporation, board, department, or entity desiring membership in the MWWC must submit an application and pay any fees and dues, as provided in these by-laws, to

MWWC's central office. All applications for membership shall be subject to the approval of the Board. The Board may deny membership for cause.

Section 3. Any member of any grade may be expelled from membership in the MWWC by a three-quarters vote of Board, taken by written ballot, provided such member has been given a written statement of the charges preferred and has been accorded an opportunity of a hearing before the Board.

ARTICLE III Fees and Dues

Section 1. Annual dues shall be determined each year by the Board after taking into consideration the needs of the MWWC.

Section 2. The fiscal year of the MWWC shall begin on January first and shall terminate on December thirty-first. It shall be the duty of the MWWC central office staff to notify members or before December thirty-first in each year of the amount due.

Section 3. Each member shall be entitled to one copy of all public actions of the MWWC.

ARTICLE IV Duties

Section 1. The Chair shall have general supervision of the affairs of the MWWC and shall preside at all meetings of the MWWC and of the Board. In the event that he or she is unable to attend, he or she shall designate the Chair-elect, the Vice-chair or another Board member to act in his stead at such meetings.

Section 2. The Chair shall appoint such committees as may be necessary and shall be an ex-officio member of all committees.

Section 3. The Chair-elect and the Vice-chair shall assist the Chair in the performance of his or her duties and shall act in his or her stead when required.

Section 4. The Recording Secretary shall serve as a liaison between the MWWC Board and the central office staff. He or she shall attend all meetings of the Board and the Executive Committee and shall record meetings of said meetings. He or she shall be a non-voting member of the board. In the event the Recording Secretary is unable perform his or her duties, the MWWC Chair shall designate an alternate to perform those duties. He or she shall make an annual report of the expenditures and of the funds at each annual meeting.

Section 5. The Director, when one is employed by the MWWC Board, shall be employed for such length of time and shall perform such duties as may be stated and prescribed in the contract of employment.

The Director shall serve as Secretary-treasurer of the Conference. He or she may employ an assistant or assistants as may be directed from time to time by and subject to the approval of the Board.

The Director or his or her office staff shall prepare the business and duly record the proceedings thereof and shall see that all dues, subscriptions, and other monies due the organization are collected and deposited to the credit of the Missouri Water and Wastewater Conference. He or she shall have charge of all books and records of the MWWC, shall have charge of the production and distribution of all MWWC publications and shall handle all financial matters connected therewith. He or she

shall also perform or oversee other duties that may be assigned by the MWWC Board and shall pay all bills against the MWWC.

Section 4. The Board or in its stead, the executive committee, shall supervise and control the affairs of the MWWC. They shall have the power to prepare and enforce, for the conduct of the business of the MWWC, any rules and regulations not in conflict with MWWC's Constitution or By-laws. The Board shall hold at least one meeting during the session of each annual meeting. Other meetings shall be held at the call of the Chair or of any four members of the Board. Except as otherwise provided in the Constitution and By-laws, all questions before the Board or Executive Committee shall be decided by a majority vote.

Section 5. The section Chair regional section of the MWWC shall administer the affairs of his or her section which are not duplication of, or in conflict with, the objectives of the MWWC. He may appoint committees subject to the approval of MWWC's Board. The section Chair or other officer, designated by the section, shall prepare reports of section activity including, but not limited financial reports and shall submit them to MWWC's central office routinely or upon request. These reports subject to review by MWWC's Board.

ARTICLE V

Meetings

Section 1. An annual meeting of the MWWC shall be held in the Fall each year. A notice of the time and site of such meetings shall be sent to MWWC members by the Director or his or her office staff. The annual meeting and all components of it and all MWWC meetings shall be conducted according to "Roberts Rules of Order"!

Section 2. Regional section meetings may be held in the Spring of each year. Officers from each of the six regional section of the MWWC, with the assistance of MWWC's central office staff, shall plan, prepare, promote and execute these meetings which shall include technical training sessions for water and wastewater operators.

Section 3. Each member and guest present at any meetings of the MWWC and its sections shall pay a registration fee of such amount as may be designated by the Board or the officers of each given section.

ARTICLE VI

Committees

Section 1. The Chair of the MWWC shall appoint such committees as may be necessary to carry on the work of the MWWC.

Section 2. The reports and recommendations of all standing committees shall be subject to the approval of the Board.

ARTICLE VII

Publications

The papers and proceedings of the MWWC shall be published and supplied to members in good standing.