

MONTEREY BAY WATER WORKS ASSOCIATION

CONSTITUTION AND BYLAWS

Amended April 18, 2017

Article 1 - NAME

The name of this organization shall be the Monterey Bay Water Works Association.

Article 2 - PURPOSE

This association shall be a nonprofit, tax-exempt, unincorporated business league organized in compliance with the laws of California. No part of the net income or assets of the association shall ever inure to the benefit of any officer, director or member.

The exclusive purpose of this association shall be to advance the fundamental and practical knowledge concerning the nature, collection, development, conservation, treatment and use of water, and the design, construction, operation and management of water works in the California central coast, through the interchange with members of the Association and others of information, experience and opinion relating thereto.

Article 3 - MEMBERSHIP

Section 3.1: General. Any individual, business or corporation, or public agency that contributes financially (including attending trainings) or by otherwise supporting the furtherance of the Monterey Bay Water Works Association's purpose in any calendar year will automatically become members.

Section 3.2: Duration. Membership is renewed annually.

Section 3.3: Voting Rights. Members have no voting rights.

Article 4 - EXECUTIVE COMMITTEE

Section 4.1: The officers of the Association shall be a president, secretary, treasurer, and the immediate past president. These, and no more than six directors, shall comprise the executive committee with the immediate past president serving as ex officio advisor. Directors shall be volunteers from the Membership.

Section 4.2: For the year following the term as President, the Immediate Past President shall be so designated, and shall be informed of all executive committee meetings and shall be entitled to attend and participate. The Immediate Past President shall serve as chairman of the Nominating Committee and act as Official Welcomer for the Association.

Section 4.3: The other officers shall be elected to serve from the close of one fiscal year to the next.

Section 4.4: The secretary and treasurer shall succeed in order, the president, should a vacancy occur. All other vacancies shall be filled by appointment of the executive committee, for the unexpired portion of the term of that office.

Section 4.5: The president shall have general supervision of the affairs of the association, subject to the direction of the executive committee. The president shall preside at all meetings of the association.

Section 4.6: The executive committee shall have full control of the affairs of the association subject to the acts of the association in regular meetings. The president shall chair the executive committee meetings and preside at all meetings.

The executive committee shall meet at the call of the president, and shall hold a meeting just prior to the general meeting of the association. All questions put before this committee except for the question of expulsion shall be decided by a majority vote. Four committee members shall constitute a quorum. The phrases majority vote and "two thirds vote" of the executive committee shall mean, respectively, a majority or two thirds of the committee in attendance at a meeting, a quorum being present. No committee member shall have more than one vote.

Section 4.7: The president may request a ballot in writing, and the executive committee shall post the requested letter ballot. No such balloting shall be considered valid unless each committee member has been mailed to his last known address, business or residence, and unless the letter ballots of a quorum are actually received.

Section 4.8: It shall be the duty of the secretary to attend and to record the proceedings of the meetings of the Association and the executive committee.

The treasurer shall also attend the above meetings and shall collect all dues and moneys due the Association, prepare bills for payment, and shall pay the bills at the direction of the executive committee. He or she shall make regular accountings to the executive committee, at the close of the fiscal year and, if deemed advisable, contract for and supervise an audit by a qualified independent accountant. Such audit shall be as detailed as the treasurer deems necessary.

Section 4.9: The officers and directors of the Association shall not incur any liability on behalf of the Association except with the approval of the president, and not in excess of the amount actually in the treasury. At the first meeting of the fiscal year, the treasurer shall make a report of the financial condition of the Association.

Section 4.10: Subsequent to the nomination committees' recommendation, the Executive Committee shall appoint from among the active members a person qualified to fill vacant committee positions for the unexpired term.

ARTICLE 5: Meetings

Section 5.1: The regular meeting of the MBWWA shall be annual and located centrally within the area of the Monterey Bay.

Section 5.2: Interim meetings and committee meetings shall be held as determined by the chair of the respective committee except where otherwise specified.

ARTICLE 6: COMMITTEES

Section 6.1: All committees of the Association shall be designated one of the following categories: Standing, Special, Ad Hoc, and Joint.

Section 6.2: Standing Committees - Standing Committees may be established or dissolved by the Executive Committee. The name and purpose of all Standing Committees shall be listed in the bylaws.

Section 6.3: The President shall appoint the Chair and Vice Chair (if required of each of the Standing Committees within 30 days of the first meeting of the fiscal year. The chairs of the standing committees shall be active, individual, agency, or affiliate members in good standing. No chair shall serve over five years. Chair holders shall have the right to attend meetings of the executive committee with full privilege of discussion on matters involving the work of their committee.

Section 6.4: The Chair of each standing committee shall designate the active members of the committee with the concurrence and approval of the president. The Chair shall also have the right to establish informal subcommittees essential to the accomplishment of the committees' purpose.

Section 6.5: All reports and recommendations of the Standing Committees shall be submitted to the Executive Committee for consideration and further action where required.

Section 6.6: The following Standing Committees may be established by and for the purposes indicated:

Finance:

1. Shall be chaired by the Treasurer and comprised of three members in good standing, one from each class.
2. Shall establish guidelines for budget preparation, bookkeeping, and financial reviews.
3. Shall establish a control system and procedure for the handling of cash funds.
4. Shall monitor the budget and recommend to the executive committee appropriate changes in dues, fees, or their sources of income to maintain a responsible fiscal position.
5. Shall conduct or have conducted a review of the financial activities of the Association, its committees, and its conferences.

Certification:

1. Shall study the State of California policies and procedures of certification for Water Treatment Operator and Water Distribution Operator.
2. Shall assess the value of the above program in light of the industry's changing needs.
3. Shall make recommendations to the Executive Committee concerning the Associations' position on certification policies and procedures.

Water Source Protection:

1. Shall stimulate interest in and provide service to industry regarding the regulation, treatment and intelligent use of water.
2. Shall conduct educational programs, such as conferences, and reports dealing with water for the industry and the members of the association.

Membership:

1. Shall be chaired by the Immediate Past President and be comprised of the three most recent available past-presidents.

2. Shall develop and implement programs to increase all categories of membership and assure that member needs are recognized and met by the Association.

3. Shall receive and consider nominations for all officers to be elected by the membership and shall present its report to the membership at the first meeting of the fiscal year.

4. Shall recommend to the Executive Committee, persons to be considered for the liaison to state and national water organizations, representing the Association.

Operator/ Maintenance Training:

1. Shall plan and conduct educational programs to enhance the skills and knowledge of water treatment and water distribution operators of all grades.

2. Shall plan and conduct educational training to enhance the skills and knowledge of facilities maintenance personnel of all grades.

3. Shall coordinate and oversee the educational safety programs conducted by the Association.

Manufacturers/ Vendors:

1. Shall maintain liaison between the Association and both individual manufacturers and associations of manufacturers interested in supporting the purposes of the Association.

2. Shall with Executive Committee approval, plan and conduct manufacturers' exhibits in conjunction with Association conferences and educational programs.

Public Education:

1. Shall develop, recommend and assist in conducting public education programs designed to improve the public's understanding of water use and source protection.

2. Shall recommend to the Executive Committee methods of publicizing the activities of the Association and assist in implementing such dissemination of information.

3. Shall seek methods to involve the public more directly in Association activities.

Section 6.7: Special Committees- may be established or dissolved by the Executive Committee as deemed necessary to carry out the work of the Association. In general, Special Committees will only be *established* to deal with subjects not contained within the scope of the existing Standing Committees and where the function is short term or the degree of permanence is uncertain. Special committees which remain in existence for five years shall automatically become Standing Committees.

Appointment of the Chair and members shall be the same as for Standing Committees as described in Sections 6.3, 6.4, and 6.5.

Section 6.8: Ad Hoc Committees- may be established at any time by the President to perform a specific assignment or task which usually can be completed within one year. The President may appoint the Ad Hoc Committees members without the approval of the Association. All Ad Hoc Committees automatically dissolve at the end of the term of the appointing President. Succeeding Presidents may reappoint such committees if necessary to complete

a task or to perform related tasks. However, Ad Hoc Committees should not be established or extended when the task is within the scope or responsibilities of existing Standing Committees.

All reports and recommendations of Ad Hoc Committees shall be directed to the President who appointed them for consideration or further action where required.

Section 6.9: Joint Committees- With the approval of the Executive Committee, committees may be formed jointly with other organizations. All representatives and Joint Committee members shall be active members in good standing appointed by the President with the approval of the Executive Committee.

All reports and recommendations of Joint Committees shall be submitted to the Executive Committee for consideration and further action where required.

Section Article 7 - Publications

The Monterey Bay Water Works may publish a journal, newsletter and website.

Article 8 - Fiscal Year

The Monterey Bay Water Works Association's fiscal year shall be from July 1 of one year to June 30 of the subsequent year.

Article 9 - Amendments

Amendments of the Constitution and Bylaws shall be made by two - thirds vote of the members in attendance at the first meeting of the fiscal year of the executive committee, after notice of the proposed amendments shall have been given to each member in advance, by mail. Such amendments shall become effective immediately.

CERTIFICATION

These Constitution and Bylaws were amended at a meeting of the executive committee by a two-thirds majority vote on April 18, 2017.



Andrew A. Sterbenz, PE

April 18, 2017

Secretary

Date