

ALABAMA WATER AND POLLUTION CONTROL ASSOCIATION CONSTITUTION

Date Drafted: August 1, 1983
Date Adopted: March 1, 1984
Revised: August 11, 1993
Amended: August 12, 1998
Amended: July 1, 2003
Amended: July 28, 2013

Article I - Name

The name of this organization shall be the Alabama Water and Pollution Control Association, hereinafter designated as the Association.

Article II - Object

The object of this Association shall be to increase and improve human knowledge concerning water supply sources, treatment, and distribution, the nature of domestic and industrial wastewaters, the collection and treatment of such wastewaters, the reclamation and disposal of such wastewaters, the design and construction of water and wastewater facilities, and the operation and management of such facilities: to study, promote and encourage the control of water quality within the waterways; to encourage friendly relationships and exchanges of information and experiences among its members, educational institutions, public health authorities, environmental authorities, and other interested persons through annual and other meetings and social and educational functions; to endorse active participation in any continuing education function related to any of the above subjects that may be held under the sponsorship of the Association or any other cooperating organization; and to promote and encourage the planning and provision of improved water resources for the health and welfare of the public.

Article III - Members

The members of this Association shall be those persons who are interested in the object of the Association and who have requested to be members and who have paid the applicable current membership dues required of members by the bylaws of the Association.

Article IV - Officers

Section 1: The officers of the Association shall be an Executive Director, President, President Elect, Secretary, Treasurer, and eight (8) Directors. There shall be one director for water and one for wastewater with the districts defined as follows:

District #1 - From Pickens, Greene, Hale, Perry, and Chilton Counties, North to the state line. From Chilton, Bibb, Jefferson, Cullman, Morgan and Limestone Counties west to the State line.

District #2 - From Coosa, Tallapoosa and Chambers Counties, North to the state line. From Coosa, Shelby, St. Clair, Blount, Marshall and Madison Counties, East to the State line.

District #3 - From Sumter, Marengo and Dallas Counties, South to the State line. From Dallas, Wilcox, Monroe, Conecuh and Escambia Counties, West to the State line.

District #4 - From Autauga, Elmore and Lee Counties, South to the State line. From Autauga, Lowndes, Butler and Covington Counties, East to the State line.

These Officers shall perform the duties prescribed by this Constitution and the Bylaws of this Association and by the Parliamentary Authority adopted by the Association.

Section 2. At the annual Business Meeting of the Association, a nominating committee of four (4) members shall be elected by the general membership with one (1) member from each district as defined in Section 1. The four (4) member nominating committee will elect the chairperson by written ballot. It shall be the duty of this committee to nominate candidates for the officers, as describe herein, and to be filled at the following annual meeting. Additional nominations from the floor shall be permitted.

Officer Nomination Description:

President: the President-Elect from the previous year's nomination to serve for one (1) year shall fill the office of president.

President-Elect: Shall be nominated by the nominating committee to serve for one (1) year.

Treasurer: Shall be nominated by the nominating committee to serve for two (2) consecutive years with the option to serve for one (1) addition year, not to exceed three (3) consecutive years in that position.

Secretary: Shall be nominated by the nominating committee to serve for two (2) consecutive years with the option to serve for one (1) additional year, not to exceed three (3) consecutive years in that position.

In the event either the Treasurer or Secretary is serving their second year of their term a nomination shall be necessary.

Directors: The Directors will be elected to serve a term of two (2) consecutive years, not to serve more than two (2) consecutive terms. Even numbered district Directors will be nominated in even numbered years and odd numbered district Directors will be nominated in odd numbered years. No Director will

serve more than four (4) consecutive years in a position. This applies for water and wastewater Directors.

Section 3: Either written ballot, in the event of floor nominations, or by membership approval, shall elect the officers by sign. The officer shall serve for the describe length of his term and their term of office shall begin at the close of the annual meeting at which they are elected.

Section 4: No member shall hold more than one (1) office at a time, and no member shall be eligible to serve more than their described term in the same office.

Section 5. Any vacancy in any office of the Association will be filled by election of a member by the Executive Board at the next meeting of the Executive Board.

Article V - Meetings

Section 1. The annual meeting of the Association shall be held on the last Wednesday of August unless otherwise ordered by the Association or by the Executive Board.

Section 2. Special meetings can be called by the President or by the Executive Board and shall be called upon the written request of not less than ten members of the Association. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least ten days notice shall be given.

Section 3. Thirty members of the Association shall constitute a quorum.

Article VI - The Executive Board

Section 1. The officers of the Association, including the Directors plus the retiring President, shall constitute the Executive Board, hereinafter designated as the Board.

Section 2. The Executive Board shall have general supervision of the affairs of the Association between its business meetings, fix the hour and place of meetings, make recommendations to the Association, and shall perform such duties as are specified in this Constitution and in the Bylaws of the Association. The Board shall be subject to the orders of the Association, and none of its acts shall conflict with action taken by the Association.

Section 3. Unless otherwise ordered by the Board, regular meetings of the Executive Board shall be held on the second Tuesday of October, January, April and August. Special meetings of the Board can be called by the

President and shall be called upon the written request of not less than three members of the Board or of not less than ten members of the Association.

Section 4. All meetings of the Board shall be open to all members of the Association. Any Association member may address the Board at the Board meeting concerning any Association matter.

Section 5. The Board shall arrange for the publication of Association publication.

Section 6. Eight members of the Board shall constitute a quorum.

Article VII - Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order: Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with this Constitution, the Association Bylaws or any special rules of order the Association may adopt.

Article VIII - Amendments

Amendments of this Constitution may originate within the Executive Board, or through it, on petition of not less than eight Association members. The Secretary shall mail notices containing the completed text of such proposed amendments, on the instructions of the Board, to each Association member not less than thirty days before the meeting at which such amendments will be considered. Voting shall be ballot. A two-thirds majority of the total votes cast shall be required for passage of such amendments.

Article IX - Dissolution

Upon termination or dissolution of the Alabama Water Pollution Control Association, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Alabama Water Pollution Control Association hereunder shall be selected by the discretion of a majority of the Executive Board of the Alabama Water Pollution Control Association and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Alabama Water Pollution Control Association by one (1) or more of its Executive Board which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall

select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Alabama.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Alabama to be added to the general fund.

Duly Amended:

July 28, 2013

Mike Doyle, President

Carl Hanke, Secretary

**ALABAMA WATER AND POLLUTION CONTROL ASSOCIATION
BY-LAWS**

Date Drafted: August 1, 1983

Date Adopted: March 1, 1984

Amended: July 1, 2003

Amended: July 31, 2011

ARTICLE I

Section 1. The membership of the Association shall consist of Active Members, Life Members, and Honorary Members.

Section 2. A Life Member shall be a person who has been an Active Member of this Association for at least thirty-five years and who has attained the age of sixty-five years and who has applied to the Association for such class of membership through the Secretary. A Life Member shall have all of the rights of an Active Member. He shall not be required to pay any Association dues.

Section 3. An Honorary Member shall be an Active Member whose knowledge and accomplishments entitle him to special recognition within the Association. Honorary Members shall have all the rights of an Active Member. There shall never be more than ten living Honorary Members of the Association. Honorary Members shall be nominated by written petition of at least ten members. No more than three Honorary Members may be elected during any year. Election to Honorary Membership shall be by three-fourths majority of all votes cast by ballot at an annual meeting of the Association. An Honorary Member shall not be required to pay any Association dues.

ARTICLE II – ADMISSION TO MEMBERSHIP

Section 1. Any person desiring to become a member of the Association shall make application on a form provided by the Association. Such application shall be executed and transmitted with payment of current dues to the Treasurer of the Association. There shall be no initiation fee.

Section 2. Any member whose dues are unpaid as of February 15 of the current year shall be suspended, and his name shall be removed from the mailing list for publication of the Association. A member who has been suspended for non-payment of dues may be reinstated upon payment of current dues of any subsequent year. Payment of back dues shall not be required.

Section 3. Any member may be expelled from the Association by a majority vote of the Association members in attendance at any Association business meeting.

ARTICLE III – DUES

Section 1. Annual dues of members shall be those established by the Executive Board hereinafter designated as the Board. Honorary Members and Life Members shall not be required to pay Association dues.

Section 2. Dues shall be payable to the Treasurer on January 1 of each year. Members whose dues are unpaid on February 15 of the current year shall be in arrears.

Section 3. A portion of the membership dues, as established by the Board, shall be supportive of the services of an Executive Director as prescribed in the Constitution, Article IV.

ARTICLE IV – FINANCIAL PROCEDURES

Section 1. The Treasures shall notify each member on or before June 1 of the amount of dues payable for the following year; shall collect all dues and other revenues of the Association; shall pay all just bills against the Association; and shall keep complete financial records and report at the annual meeting on all receipts, expenditures, and debts of the Association. All receipts shall be promptly deposited to the credit of the Association in a depository that has been approved by the Board.

Section 2. The Association shall pay for a comprehensive dishonesty, disappearance, and destruction policy or bond to be obtained by the Treasurer for the protection of the monies of the Association and made in favor of the representatives of the Association, the Executive Board, which is fully responsible for adequate protection of the liquid and fixed assets of the Association. The liability covered by the bond must be that amount specified

from time to time by the Board. The Board shall specify such an amount that is not less than five thousand dollars. The bond must be cancelable only by the Board.

Section 3. The annual report and the records of the Treasurer shall be audited as directed by the Board.

ARTICLE V – COMMITTEES

The President shall appoint all committees, except the Nominating Committee, as the Association or the Board shall from time to time deem necessary to conduct the work of the Association.

ARTICLE VI – AMENDMENTS

Amendments of these By-Laws may originate within the Board, or through it, on petition of not less than five Association members. The Secretary shall mail notices containing the complete text of such proposed amendments, on instruction of the Board, to each Association member not less than thirty days before the meeting at which it will be considered. A majority of those members voting at the meeting where such amendments are considered shall be required for passage of such amendments.