

**IOWA WATER ENVIRONMENT ASSOCIATION**

**CONSTITUTION & BYLAWS**

**December 15, 2014**

# **IOWA WATER ENVIRONMENT ASSOCIATION**

## **CONSTITUTION AND BYLAWS**

(Revised October 23, 1970; February 19, 1972; October 15, 1973; June 19, 1975; June 15, 1978; June 30, 1985; June 15, 1989; June 9, 1994; June 12, 1997; October 9, 2012.)

### **CONSTITUTION**

#### **ARTICLE 1 – NAME**

The name of this Association shall be the "Iowa Water Environment Association," a non-profit corporation duly registered in the State of Iowa, hereinafter designated as the Association or IAWEA.

#### **ARTICLE 2 – AFFILIATION**

The Association shall be a Member Association of the Water Environment Federation, hereinafter designated as WEF, and shall participate in the activities of that organization. The Constitution and Bylaws of this Association shall be in harmony with the WEF Constitution and Bylaws.

#### **ARTICLE 3 – OBJECTIVES**

The objectives of this Association are as follows and are in harmony with the objectives of WEF:

Section 3.1 The advancement of fundamental and practical knowledge concerning the nature, collection, treatment, reclamation, and disposal of domestic and industrial wastewaters;

Section 3.2 The advancement of knowledge in the design, construction, operation, and management of facilities for the collection and treatment or reclamation of wastewaters;

Section 3.3 The study, promotion, and encouragement of waterways quality control;

Section 3.4 The implementation of the objectives herein stated, through a friendly exchange of information and experience among its members and other interested persons; an annual meeting of its members; affiliation with the Water Environment Federation, and participation in the activities of that organization;

Section 3.5 The promotion of public understanding and the encouragement of sound regional policy in matters relating to the water quality control field;

Section 3.6 The improvement of the professional status of all personnel engaged in any aspect of the water quality control field including but not limited to the design, management, and operation of water quality control systems; and

Section 3.7 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.

Section 3.8 To operate as a non-profit organization which is not organized to engage in an activity ordinarily carried on for profit, and that no part of the net income will insure to the benefit of any individual.

#### **ARTICLE 4 – FRANCHISE**

Section 4.1 The exclusive service area of the Association shall consist of the state of Iowa.

#### **ARTICLE 5 – MEMBERSHIP**

Section 5.1 The membership of the Association shall consist of persons and organizations residing or conducting business within the franchise area of the Association and interested in any of objectives of the Association. Other persons or organizations may elect to be a member of the Association through a dual WEF membership.

Section 5.2 The term “eligible voting member” as used in this Constitution shall include all persons having the rights and privileges of the Individual or Group member classes as designated in the Bylaws.

#### **ARTICLE 6 – MANAGEMENT**

Section 6.1 The affairs of this Association shall be managed by a Board or Executive Committee, hereinafter designated as the Board, under such rules as the Board or Executive Committee may determine, in keeping with the intent of this document.

Section 6.2 The Board shall consist of the following officers; President; President-Elect; Vice-President; Secretary-Treasurer; Assistant Secretary-Treasurer; WEF Delegate(s), who shall serve as member(s) of the WEF House of Delegates; and six Regional Directors. The counties that constitute each region are listed in Article 9 of the Bylaws. Officers shall reside or conduct business within the franchise area of the Association. Upon recommendation from the Nominating Committee and at the sole discretion of the Board, the offices of Secretary-Treasurer and Assistant Secretary-Treasurer may be converted to those of Secretary and Treasurer. This decision will be made on a yearly basis depending on the availability and/or capabilities of the candidates for these offices selected by the Nominating Committee or from the floor of the Annual Business Meeting. The duties of these offices will shift as outlined below in Sections 7.4, 7.5, 7.9, and 7.10.

Section 6.3 The above officers, together with the Immediate Past President, shall constitute the Executive Committee.

Section 6.4 Robert’s Rules of Order shall govern the settlement of any questions not covered in this Constitution and Bylaws. Any time sensitive action taken by the Executive Board via telephone or electronic means shall be ratified and recorded in the minutes of the next regularly scheduled Board meeting.

Section 6.5 Election of Officers shall be carried out at the annual meeting of the Association, as provided in the Constitution, for the terms indicated, except that Regional Directors shall be elected as prescribed in the Constitution.

## **ARTICLE 7 – DUTIES OF OFFICERS**

Section 7.1 President. Shall preside at all meetings of the Executive Committee; shall direct or appoint appropriate personnel to conduct all technical sessions at the annual meetings; shall preside at the annual business meeting and banquet; and, shall be an ex-officio member of all committees, and appoint the members of all committees.

Section 7.2 President-Elect. Shall preside in the absence of the President or at the President's direction, and shall act for the President when required.

Section 7.3 Vice-President. Shall assist the President and the President-Elect, and shall act in the absence of the President or President-Elect.

Section 7.4 Secretary-Treasurer (if office is filled). Shall function under the direction of the President and/or the Executive Committee. Shall maintain an accurate record of the affairs carried out or acted upon at all meetings. Shall notify the membership of all Executive Committee action as directed by the Executive Committee. Shall maintain records of the Association. Shall perform such other duties as assigned by the President or Executive Committee.

Shall consult with the officers of the Association as to the custody and investment of funds. Shall establish an account in the name of the Association and shall be delegated and authorized to issue checks on the account.

Shall see that all monies due to the Association are collected, including IAWEA MA dues received by the Water Environment Federation; and shall see that all expenditures are properly entered into the records of the Association and that bills and vouchers for their payment are proper and in order.

Shall present an annual report at the annual business meeting of the Association, including a balance sheet of the books, which books shall be made available for review by persons appointed by the Executive Committee.

Shall establish an account in the name of the Association for regional program activities and shall, along with the designated Regional Coordinator, be delegated and authorized to issue checks on the account.

Shall respond to calls made to the Association 800 number. Shall maintain an adequate supply of promotional materials for use at Association meetings.

Shall provide for awards materials for awards presented by the Association and Federation.

Section 7.5 Assistant Secretary-Treasurer (if office is filled). Shall maintain membership database on a monthly basis; shall print and provide mailing labels to committees, newsletter, and

educational agencies when requested. Shall manage the Association's email list service permissions.

Shall prepare the material for the membership directory so it will be available by the annual meeting.

Shall be responsible for the administration, invoicing and collection of dues of IAWEA Municipal and Iowa Only members.

Shall work with the Exhibitor Coordinator on the Annual Meeting, to include: Preparation of vendor contracts, receipt of contracts and payments, printing of booth signs, and the exhibitor directory.

Shall be delegated and authorized to issue checks on behalf of the Association and fill in for the Secretary-Treasurer during prolonged absences of the Secretary-Treasurer.

Shall coordinate Federation Meeting Arrangements.

Shall work under the direction of the Secretary-Treasurer.

Section 7.6 WEF Delegate(s). The WEF Delegate(s), elected by the Association membership, shall represent different portions of the state and shall work with other groups with interests consistent with the objectives of the Association, and act as a liaison between said groups and the Executive Committee in promoting those objectives. In the event that IAWEA membership falls to the level where only one (1) WEF Delegate is permitted by WEF, the WEF Delegate shall represent the entire state.

WEF Delegate(s) shall also represent the Iowa Water Environment Association in the conduct of all business by the WEF House of Delegates, and shall act as a liaison in all matters of mutual interest between the Association and the Federation. WEF Delegate(s) shall serve for a term designated by the WEF Constitution and Bylaws.

Section 7.8 Regional Directors. The Regional Directors shall represent their respective regions and act as liaison between their group and the Executive Committee in promoting their objectives.

Section 7.9 Secretary (if office is filled). Shall function under the direction of the President and/or the Executive Committee. Shall maintain an accurate record of the affairs carried out or acted upon at all meetings. Shall notify the membership of all Executive Committee action as directed by the Executive Committee. Shall maintain records of the Association. Shall perform such other duties as assigned by the President or Executive Committee.

Shall respond to calls made to the Association 800 number. Shall maintain an adequate supply of promotional materials for use at Association meetings.

Shall provide for awards materials for awards presented by the Association and Federation.

Shall maintain membership database on a quarterly basis; shall print and provide mailing labels to committees, newsletter, and educational agencies when requested. Shall manage the Association's email list service permissions.

Shall be responsible for the administration, invoicing and collection of dues of IAWEA Municipal and Iowa Only members.

Shall work with the Exhibitor Coordinator on the Annual Meeting, to include registration and receipt of payments.

Shall be delegated and authorized to issue checks on behalf of the Association and fill in for the Treasurer during prolonged absences of the Treasurer.

Shall coordinate Federation Meeting Arrangements.

Shall work in cooperation with the Treasurer.

Section 7.10 Treasurer (if office is filled). Shall function under the direction of the President and/or the Executive Committee. Shall consult with the officers of the Association as to the custody and investment of funds. Shall establish an account in the name of the Association and shall be delegated and authorized to issue checks on the account. Shall be delegated and authorized to issue checks on behalf of the Association and fill in for the Secretary during prolonged absences of the Secretary.

Shall see that all monies due to the Association are collected, including IAWEA MA dues received by the Water Environment Federation; and shall see that all expenditures are properly entered into the records of the Association and that bills and vouchers for their payment are proper and in order.

Shall present an annual report at the annual business meeting of the Association, including a balance sheet of the books, which books shall be made available for review by persons appointed by the Executive Committee.

Shall establish an account in the name of the Association for regional program activities and shall, along with the designated Regional Coordinator, be delegated and authorized to issue checks on the account.

Shall work in cooperation with the Secretary.

## **ARTICLE 8 – NOMINATIONS: ELECTION OF OFFICERS AND TERM OF OFFICERS**

Section 8.1 At least 90 days prior to an annual meeting, which date is set by the membership or Executive Committee action, the President shall appoint a nominating committee consisting of three active members, one of whom shall be the immediate past president of the Association and

who shall act as the chair of this committee. The Nominating Committee shall report to the membership at the annual business meeting. Their report shall contain at least one name for each official office.

If additional names of persons eligible to hold office are placed in nomination by active members from the floor, election shall be by ballot; and the person receiving the greater number of votes cast for any one office shall be declared elected.

Only WEF Individual Members, as prescribed in the WEF Constitution and Bylaws and the Association Bylaws, may be eligible to hold office in the Association.

Section 8.2 The tenure of office for all officers, except as provided herein, shall be one 1-year term. Only the Secretary-Treasurer, Assistant Secretary-Treasurer, Secretary and Treasurer, shall be eligible for re-election to the same office in consecutive years. The tenure of the person elected as President shall be a period of two years. The first year shall be as President and the second year as Immediate Past President.

Section 8.3 The Federation Delegates' tenure of office shall be for three years and/or in accord with the Constitution and Bylaws of the Federation. The Federation Delegate(s) shall not be eligible for election to consecutive terms. WEF Delegate(s) will be elected at the Association's annual meeting prior to the start of their first year of service that begins at the WEF annual meeting. If the Association is authorized by WEF to have more than one WEF Delegate, the delegate with more seniority in the position will be known as the Senior WEF Delegate. The delegate with less seniority in the position will be known as the Junior WEF Delegate.

Section 8.4 The Regional Directors' terms shall be for two years. The Regional Directors shall be eligible for election to only two consecutive terms. Regional Directors shall be elected by their respective regions prior to the annual meeting and their names submitted at the annual meeting. Terms for Regional Directors from odd-numbered regions will begin at the Association's annual conference in odd-numbered years. Terms for Regional Directors from even-numbered regions will begin at the Association's annual conference in even-numbered years.

Section 8.5 A WEF Delegate or other officer, except a Regional Director, retiring for any cause before the term is complete, shall be replaced for the unexpired portion of the term by majority action of the remaining officers. Regional Directors shall be replaced by the region they will represent. The term for all officers, other than the President/Immediate Past President, Federation Delegate(s) and Regional Directors, shall be from an annual meeting to the close of the succeeding annual meeting.

## **ARTICLE 9 – AMENDMENTS**

Section 9.1 Amendments of the Constitution and/or Bylaws may originate with the Executive Committee or through a study committee of three active members appointed by the Executive Committee, or through the Executive Committee, on petition of 25 active members.

Amendments are to be communicated to the membership by posting a complete text of the amendment on the Association's internet website. A paper or digital copy of any such amendment will be furnished to any member upon request.

The membership may be notified by mail or through the Association's newsletter of the proposed amendment at least 30 days prior to an annual meeting and voting on the amendment at said annual meeting. Alternatively, a ballot may be sent out to each member, either through the mail or included in the Association's newsletter, with the ballot to be returned by a specific date, 30 to 60 days later.

A two-thirds majority of votes cast at an annual meeting or a two-thirds majority of votes returned will be required for passage.

When amendments have been acted upon favorably by the membership, they shall take effect immediately.

## **ARTICLE 10 – DISPOSITION OF ASSETS**

Section 10.1 In the event of dissolution of the Association, the property and assets thereof, after providing for all obligations and liabilities of the Association, shall then be disposed of exclusively for the purposes of the Association in such manner or to such organizations exempt from taxation under Section 501(c)(6) of the Internal Revenue Code, as shall be determined by the members at a meeting convened for the purpose of dissolution. The Association shall provide notice to WEF of any decision to dissolve the Association within 30 days.

## **BYLAWS**

### **ARTICLE 1 – CLASSIFICATION OF MEMBERSHIP**

Section 1.1 Membership Classes - Shall include all classes of membership designated by WEF and other classes of membership established by the Association.

Section 1.1.1 WEF Membership Classes

Section 1.1.1.2. Individual Member – any individual interested in the advancement of knowledge relating to the objectives of WEF.

Section 1.1.1.2.1 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.

Section 1.1.3 – Group Member – Any group or organization interested in the advancement of knowledge relating to the objectives of the Water Environment Federation.

Section 1.1.1.3.1 – 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.

Section 1.1.2 WEF Individual Member categories include:



Section 1.1.2.1 Executive Member. Available to any individual interested or involved in water quality.

Section 1.1.2.2 Academic Member. Available to professors or educators interested or involved in subjects related to the water quality industry.

Section 1.1.2.3 Professional Wastewater Operations (PWO) Member. Available to operators and technicians directly involved in water reuse, wastewater treatment, collection systems, or laboratory operations.

Section 1.1.2.4 Young Professional (YP) Member. Available to any water quality professional with five years or less work experience in the industry and who is under the age of 35. This membership category is valid for only the first three years of WEF and IAWEA membership.

Section 1.1.2.5 Student Member. Available to students who are enrolled in a minimum of 6 credit hours in an accredited college or university and who provide written documentation, verifying their student status. A faculty or advisor must sign the verification on official school letterhead within 30 days of joining.

Section 1.1.3 WEF Group Member categories include:

Section 1.1.3.1 Corporate Member. Available to companies that support the water environment profession and wish to affiliate their organization with the leaders of the water quality field. WEF also welcomes any organization that supports the preservation and enhancement of the global water environment. One corporate contact, from the Corporate member organization, is entitled to all Corporate member benefits.

Section 1.1.3.2 Associate Member. Available to firms and organizations that are suppliers and service providers to the water environment field.

Section 1.1.4 IAWEA Membership categories include:

Section 1.1.4.1 Association Honorary Life Member. Shall be one who's practical or scientific knowledge in matters pertaining to the objectives of the Association and whose accomplishments in that field of endeavor shall, in the opinion of the Executive Committee, entitle him/her to special recognition by the Association. An Association Honorary Life Member shall be required to pay no dues, fees, or subscription charges. The Association shall pay the Federation dues for this membership classification. A candidate for Association Honorary Life Membership shall be recommended by the Membership Committee to the Executive Committee and be elected by a unanimous vote of the Executive Officers. There shall be no more than ten (10) living Association Honorary Life Members at any one time.

Section 1.1.4.2 Active Member. Shall be a superintendent, manager, operator, or employee of a public, private, or industrial wastewater collection system or treatment plant; an engineer; a chemist; bacteriologist; biologist; or other qualified person

professionally engaged or interested in the advancement of knowledge relating to the objectives of this Association and the Federation. Present membership in IAWEA and WEF is to be taken as sufficient evidence that an individual is so qualified for as long as the membership remains in good standing. Shall have all the rights and privileges granted by the Association and the Federation.

Section 1.1.4.3 Municipal Member. Shall be an incorporated city, town, or sanitary district having a wastewater treatment facility or collection system or having an interest in at least one of the stated objectives of the Association and the Federation, and shall be entitled to one PWO Membership whose name shall appear on the roll of members and who shall have all the rights and privileges of a PWO member. This representative may be changed by virtue of necessity or, at the pleasure of the Municipal Member, on written notice to the Secretary/Treasurer, or Secretary, of the Association.

Section 1.1.4.4 Iowa Only Member. Shall be any individual fitting the definition of an Active Member except s/he is not also a member of the Water Environment Federation. Iowa Only Members, by payment of the dues set by the Executive Committee, shall have all rights and privileges of an Active Member except holding office. By definition, Iowa Only Members are prohibited from voting on WEF issues.

Section 1.2 The Secretary-Treasurer, or Secretary, shall certify in a timely manner to the Executive Director of the Federation, the new Association Honorary Life Members, accompanied by payment of the appropriate amount of dues for each member.

## **ARTICLE 2 – ELECTION TO MEMBERSHIP**

Section 2.1 Application for membership shall include evidence of eligibility for the classification sought. A check or money order for the current dues shall accompany the application. If the application is rejected, the applicant shall be so notified and the dues returned.

Section 2.2 A majority vote of the Executive Committee is required for deciding questions of eligibility for each classification.

## **ARTICLE 3 – DUES**

Section 3.1 All annual dues shall be determined by the Executive Committee. The amount of WEF Member Association dues shall be communicated annually to WEF for collection with WEF membership. Dues for Municipal Members shall include the current Federation dues for the PWO Member designated by the Municipal Member. Dues for Municipal and Iowa Only members shall be billed by the IAWEA Assistant Secretary-Treasurer, or Secretary, directly to those members. Annual dues for Active Members shall be billed directly to Association members by the Federation Executive Director. Dues shall be payable within one month after a member's anniversary date.

Section 3.2 All WEF members shall be entitled to such publications of the Federation as may be approved by its Board of Trustees for each membership classification. Other publications may be obtained from the Federation in the manner prescribed by its Board of Trustees. All members shall be entitled to the publications of the Association.

Section 3.3 Members whose dues shall not have been paid within one month after the anniversary date shall be given notice of such default by the Federation Executive Director. Unpaid Municipal and Iowa Only members shall similarly be notified by the IAWEA Assistant Secretary-Treasurer, or Secretary. If the dues remain unpaid fifteen days after such notices, the members in default may be removed from the roll of the Federation by the Executive Director and/or from the roll of the Association.

Section 3.4 The total annual membership dues, subject to change by Executive Committee action, are on file and maintained by the Secretary-Treasurer, or Treasurer, and are available at any time upon request.

#### **ARTICLE 4 – AFFILIATION WITH THE WATER ENVIRONMENT FEDERATION**

Section 4.1 As provided in the Constitution and Bylaws of the Federation, the Iowa Water Environment Association is a Member Association.

#### **ARTICLE 5 – MEETINGS**

Section 5.1 The date and place of the annual meetings of the Association shall be determined by the combined cooperation of the membership and Executive Committee.

Section 5.2 Each person (unless Association policy otherwise dictates) attending the annual meeting shall register and pay such fees as may be prescribed by the Executive Committee.

Section 5.3 In recognition of and in cooperation with the regional organizations of Association members, wastewater treatment plant operators, public officials, state regulatory agency representative, and the general public, the Association shall sponsor a minimum of one (1) regional conference each year in each of the six (6) regions of the State. The regional organizations in each region shall be responsible for program planning and development and shall designate one (1) member of their organization, who shall also be a member of the Association, as Regional Coordinator. Each Regional Coordinator shall be appointed to the Association's education subcommittee for regional program activities, shall be responsible for administration of the conference to be held in their respective region, shall keep accurate records of income and expenditures for each conference, and shall be authorized by the Secretary-Treasurer, or Treasurer, to expend funds on behalf of the Association for the regional conference.

#### **ARTICLE 6 – COMMITTEES**

Section 6.1 In addition to such committees as may be appointed to further the interests of the Association and in addition to the Nominating Committee provided for in the Constitution, the President shall appoint a Membership Committee comprising at least three (3) members. The President shall also establish an Education Committee whose members shall include one (1) Regional Coordinator from each region of the state. At least sixty (60) days prior to the

Association annual meeting, each regional organization shall submit their nominee, who shall also be an active member of the Association, to the President for approval by the Executive Committee. If the regional organization does not submit a nominee, the President shall submit a nominee for that regional organization.

## **ARTICLE 7 – DUTIES OF THE EXECUTIVE COMMITTEE**

Section 7.1 The Executive Committee shall be the legal representative of the Association, and it shall be the duty of the Executive Committee to carry on the business and advance the interests of the Association between annual meetings. The Executive Committee shall hold at least three (3) separate meetings per year in addition to a meeting at the annual meeting. Other meetings shall be on call of the President.

Section 7.2 A quorum of the Executive Committee shall consist of a majority of its members.

Section 7.3 It shall be the duty of the Executive Committee to replace members of the Executive Committee as needed in accordance with the Constitution.

## **ARTICLE 8 – AMENDMENTS**

Section 8.1 Amendments to the Bylaws shall be made in accordance with Article 9 of the Constitution.

## **ARTICLE 9 – REGIONS OF THE STATE**

- Region I - Benton, Linn, Jones, Jackson, Blackhawk, Buchanan, Delaware, Dubuque, Bremer, Fayette, Clayton, Chickasaw, Howard, Winneshiek, and Allamakee
- Region II - Webster, Hamilton, Hardin, Grundy, Humboldt, Wright, Franklin, Butler, Hancock, Cerro Gordo, Floyd, Kossuth, Winnebago, Worth, and Mitchell
- Region III - Woodbury, Ida, Sac, Calhoun, Plymouth, Cherokee, Buena Vista, Pocahontas, Sioux, O'Brien, Clay, Palo Alto, Lyon, Osceola, Dickinson, and Emmet
- Region IV - Fremont, Page, Taylor, Ringgold, Mills, Montgomery, Adams, Union, Pottawattamie, Cass, Adair, Harrison, Shelby, Audubon, Guthrie, Monona, Crawford, Carroll, and Greene
- Region V - Decatur, Wayne, Appanoose, Clarke, Lucas, Monroe, Madison, Warren, Marion, Mahaska, Dallas, Polk, Jasper, Poweshiek, Boone, Story, Marshall, and Tama
- Region VI - Davis, Van Buren, Lee, Wapello, Jefferson, Henry, Des Moines, Keokuk, Washington, Louisa, Iowa, Johnson, Muscatine, Scott, Cedar, and Clinton.