

**PACIFIC NORTHWEST CLEAN WATER  
ASSOCIATION**

**SOUTH CENTRAL OREGON SECTION**

**CONSTITUTION AND BY-LAWS**

**July 2007**

**CONSTITUTION  
of the  
SOUTH CENTRAL OREGON SECTION  
of the  
OREGON REGION  
of the  
PACIFIC NORTHWEST CLEAN WATER ASSOCIATION**

**PREAMBLE**

All persons actively working (or studying) in the field of water resources and wastewater treatment for the advancement of the fundamental and practical knowledge concerning the nature, collection, treatment, and disposal of wastewater and industrial wastes, and the design, construction, operation, and the management of wastewater works benefit from the inter-change between members of the South Central Oregon Section (Section) and members of the Pacific Northwest Clean Water Association (PNCWA), Oregon Region and others of experience, information and opinion.

**ARTICLE I  
NAME**

The name of this organization shall be the South Central Oregon Section of the PNCWA and the Oregon Region.

**ARTICLE II  
AFFILIATION**

The Section shall be a member of the PNCWA, hereinafter designated as the Association, and shall participate in the activities of that organization. It is the intent that the Constitution and Bylaws of this Section to be in harmony with the Constitution and By-laws of the Association.

**ARTICLE III  
OBJECTIVES**

**Section 1.** The purpose of this organization is to provide frequent meetings at the local level and to extend the benefits of the PNCWA to all persons associated with the wastewater industry. The objectives of this organization shall be the cooperative exchange of information, ideas, and programs appropriate and beneficial to members of the Section, and to promote and encourage improved water quality management.

**Section 2:** The Section is organized exclusively for educational and scientific purposes within the meaning of section 501 (c) (3) of the United States Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law).

**Section 3:** No part of the net earnings of the Section shall inure to the benefit of or be distributable to its members, Board of Directors, officers or other private persons except that the Section shall be authorized and empowered to pay reasonable compensation for expenses incurred.

**Section 4:** The Section shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

**Section 5:** Upon the voluntary termination and dissolution of this Section, after paying or adequately providing for the debts and obligations of the Section, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and rated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under Section 501 (C) (3) of the Internal Revenue Code as determined by the Board of Directors.

#### **ARTICLE IV MEMBERSHIP**

**Section 1:** The membership of the Section shall consist of persons interested in any of the objectives of the PNCWA, Oregon Region and South Central Section and have such qualifications as are prescribed in the by-laws for the various grades of membership.

**Section 2:** The geographical area represented by the section shall correspond to the geographical area described in the Constitution of the PNCWA.

**Section 3:** Section membership is not exclusive to the geographical areas designated by PNCWA. Membership is open to all professionals that wish to participate in Section activities.

**Section 4:** The term "voting member" as used in this Constitution shall include all persons having the rights and privileges of Section membership as prescribed in the By-laws.

#### **ARTICLE V OFFICERS**

**Section 1:** The officers of the Section shall be a President, Vice-President, Secretary, Treasurer, one Director, and the immediate past president. These officers shall constitute the Board of Directors of the Section.

**Section 2:** The office of Secretary and Treasurer can be combined into one position of Secretary-Treasurer at the will of the Board of Directors.

**Section 3:** All officers shall be active members of the PNCWA.

## **ARTICLE VI ORGANIZATION**

The Board of Directors shall have authority to conduct all business pertaining to the activities of this Section. They shall endeavor to carry out the wishes of the majority of the members as expressed by vote in any regular business meeting. Officers shall perform the duties of their office in a manner compatible with the practices outlined in Robert's Rules of Order-unless the by-laws specifically instruct them to do otherwise.

## **ARTICLE VII AMENDMENTS**

Amendments to this Constitution may be made by a two-thirds majority vote of the members present at the next regular meeting following the meeting at which the amendment(s) are proposed in writing. Any amendments so passed shall be subject to final approval by the Executive Committee of the PNCWA. The amendment shall remain in effect during the final approval process.

**BY-LAWS  
of the  
SOUTH CENTRAL SECTION  
of the  
OREGON REGION  
of the  
PACIFIC NORTHWEST CLEAN WATER ASSOCIATION**

**ARTICLE I  
MEMBERSHIP**

**Section 1:** All Active Members of Pacific Northwest Clean Water Association (PNCWA) in the geographic area for the section are automatically Active Members of this Section.

**Section 2:** Application for membership of persons not already an Active Member of the PNCWA in the South Central Oregon Section (Section) shall be made to the Secretary of the Section.

**Section 3:** Application for Active Membership of persons not working in the geographic area of the Section shall be made to the Secretary of the Section.

**Section 4:** Any Active Member whose dues are in arrears for two years shall be dropped from the membership rolls.

**Section 5:** A Corporate membership may be extended to a company or firm. Corporate membership shall not be restricted to geographical limits. A Corporate member may be a Sewage Board, Department or Commission; Sanitary District, Department of Public works handling sewage; National, State, District or Municipal Board or department of Health; or other body, corporation or organization engaged or interested in at least one of the stated objectives of the Section. A Corporate member is entitled to one representative whose name shall appear on the member list as the point of contact. The representative may be changed at the convenience of the Corporate member on written notice to the Secretary. There shall be no geographical boundaries for a corporate member. A Corporate member shall not be entitled to vote. Corporate members will receive notices and acknowledgements accorded for their membership classification.

**Section 6:** A Student membership may be extended to any student actively enrolled in the study of wastewater treatment or water resources. A Student member shall not be entitled to vote.

## ARTICLE II OFFICERS

**Section 1:** Officers of the Section shall be elected from the membership in good standing at the time of the election.

**Section 2:** The Nominating Committee shall make all nominations. At least thirty (30) days prior to the Annual Business Meeting, the names submitted for nomination shall be placed on the ballot, which shall be voted on at the Annual Business Meeting. Voting shall be done by secret ballot except where there is only one nominee for an office, in which case the Secretary will be instructed to cast a unanimous vote. Any member elected to the office shall be a member of the PNCWA during his/her term of office. Funding for the officer membership is unrestricted.

**Section 3:** The President, Vice-president, Secretary, Treasurer (or Secretary-Treasurer), and one Director shall be elected at the last scheduled meeting of the year and shall take office at the close of that meeting to serve until the next annual election. One Director shall be the immediate past President and serve for a period of one year. After serving for one year, the Vice-President shall ascend to President. The Director shall serve in office for a term of two-years.

**Section 4:** Vacancies caused by withdrawal or resignation of any office except the President shall be filled by appointment by the President until the next annual election at which time the vacancy shall be filled by a duly elected officer.

**Section 5:** The President shall have general supervision of the affairs of the Section and direction of the Board of Directors. He/she shall have the responsibility to preside at meetings of the Section and Board of Directors. He/she shall be responsible for the property of the Section in his/her care during the term of office. It shall be his/her responsibility to turn over to the successor the Section property in his/her care following the term of office.

**Section 6:** The President shall be ineligible for re-election for consecutive terms. This prohibition shall also apply to a person acting as President in the absence of the President. However, should any of the officers serving as President or Vice-President have been elected to fill a vacancy and will have served in their present office less than six months, such officer shall be eligible for re-election to the same officer for one full term of office.

**Section 7:** The President shall act as liaison between the Regional Director of the Pacific Northwest Clean Water Association and the officers of the Section.

**Section 8:** The Vice-President shall assume the duties and responsibilities of the President in the absence of the President. The Vice-President shall be responsible for membership. He/she shall be responsible for the property of the Section in his/her care during the term of office. It shall be his/her responsibility to turn over to the successor the Section property in his/her care following the term of office. The Vice-president shall carry out other duties as directed by the President.

**Section 9:** The Secretary has the responsibility to attend and record the proceedings of the meetings of the Section and Board of Directors. The Secretary shall keep an up-to-date membership list and shall notify members of time and place of meetings. He/she shall be responsible for all property of the Section in his/her care during the term of office. It shall be his/her responsibility to turn over to the successor the Section property in his/her care following the term of office. The Secretary shall carry out other duties as directed by the President.

**Section 10:** The Treasurer has the responsibility for the collection of dues, assessments, and donations or other moneys due the Section. He/she shall prepare and submit a financial status report to the Section members at the Annual Business Meeting. He/she shall prepare all claims against the Section and shall pay such claims upon approval by the President. He/she shall be responsible for all property of the Section in his/her care during the term of office. It shall be his/her responsibility to turn over to the successor the Section property in his/her care following the term of office. The Treasurer shall carry out other duties as directed by the President.

**Section 11:** No expenditure shall be authorized by any officer except on approval by a majority vote of the members present at a regular meeting or by the Board of Directors. Funds voted by the Board of Directors may not exceed one-half of the amount in the treasury at the time.

**Section 12:** Officers may be removed for cause by three-fourths vote of members of the Section present at any regular meeting, provided that members be notified two-weeks in advance of such recall action.

**Section 13:** The President shall appoint, at the beginning of his/her term, chairpersons to committees as follows:

**NOMINATION:** This committee to prepare a list of all nominees for office and present this list at the annual meeting.

**AUDIT:** This committee to check all financial records and inventory property belonging to the Section. An audit report is to be presented at the first meeting of the year. The Audit Committee is to consist of the out-going Secretary, Treasurer and President, the incoming Secretary, Treasurer and President, and one other Board Member.

**SAFETY:** This committee to conduct the safety awards program for the Section wastewater facilities and present safety certificates to qualified recipients.

**AWARDS:** This committee to ensure that the local, state and national awards have a qualified nominee from the Section. The current status of all in-progress award applicants is to be presented to the membership at regular meetings.

**CERTIFICATION:** This committee to keep the membership informed of current affairs of the certification programs.

**PROGRAM COMMITTEE:** This committee is tasked with planning the Section meetings and developing flyers for the events.

**CEU COMMITTEE:** This committee is tasked with attaining approval from the appropriate authorities and disseminating the CEU certificates.

**WEBSITE COMMITTEE:** This person or committee keeps the website updated.

**AD HOC COMMITTEES:** These committees to be appointed by the Section President as needed.

### **ARTICLE III MEETINGS**

**Section 1:** The Section Annual Business Meeting and the election of officers shall be the last regular meeting of the calendar year.

**Section 2:** Regular Section Meetings shall be held and shall be determined by the Board of Directors of the Section. Special meetings may be held at such time and place as may be determined by the Board of Directors.

**Section 3:** There shall be a minimum of three Regular Section Meetings and one Section Annual Business Meeting each year.

**Section 4:** Notice of all meetings shall be sent to all Members in good standing, not less than one week prior to the date of the meeting.

### **ARTICLE IV DUES**

**Section 1:** Annual dues for Active Members shall be five dollars (\$5.00). Annual dues for Corporate members shall be one-hundred dollars (\$100.00). Annual sponsorship from the community shall be recognized as appropriate and defined by the Section Board of Directors. All dues are payable on or before March 1<sup>st</sup> to cover the ensuing year. Dues may be modified by the membership as directed by a two-thirds majority vote of the members present at a Regular Section Meeting.

**Section 2:** There will be no dues for Student Members.

**Section 3:** Payment of yearly dues shall entitle the member to participate in all activities and benefits, which may accrue from membership in the Section.



**ARTICLE V  
AMMENDMENTS**

**Section 1:** The By-laws of the Section may be amended by a two-thirds vote of the membership present at the next Regular Section Meeting following the meeting at which the amendment(s) is proposed in writing. Any amendment so passed shall be subject to final approval by the Executive Committee of the PNCWA. The amendment shall remain in effect during the final approval process.

**Section 2:** The Section may be dissolved by a two-thirds vote of the voting members present at the next Regular Section Meeting following the meeting at which the dissolution is presented in writing. The dissolution of the Section is subject to final approval by the Executive Committee of the PNCWA.