

ARTICLE I

NAME:

This organization shall be known as the Massachusetts Water Pollution Control Association, Inc., here in after referred to as the Association.

ARTICLE II

- SECTION 1.** To promote the friendly exchange of information and experience amongst its members.
- SECTION 2.** The promotion and encouragement of education and advancement of knowledge concerning the performance and management of wastewater treatment facilities.
- SECTION 3.** The promotion of sound legislation relating to the operation, management and personnel of wastewater treatment facilities and good public relations.
- SECTION 4.** To Work with the State and Federal regulatory authorities to achieve and maintain water quality standards.

ARTICLE III

MEMBERSHIP:

- SECTION 1.** **ACTIVE MEMBER:** Any person who pays dues and is actively engaged in any phase of water pollution control.
- SECTION 2.** **CORPORATE MEMBER:** Any firm, institution or agency interested in the objectives of the Association. One person from the Corporate Organization shall appear on the mailing list.
- SECTION 3.** **LIFE MEMBER:** Any person holding active membership, in good standing, and who has retired. He/she must be elected a Life Member by a unanimous vote of the Board of Directors and shall be exempt from any further dues with all the rights and privileges of an Active Member.
- SECTION 4.** **HONORARY MEMBER:** Granted by a unanimous vote of the Board of Directors to any person who has demonstrated outstanding leadership in the field of wastewater treatment. Such membership is reserved for a select few individuals.
- SECTION 5.** **STUDENT MEMBER:** Any person who is a full time student at an institution of higher education and is interested in becoming involved in any phase of water pollution control.

ARTICLE IV

DUES:

- SECTION 1.** The annual dues and initiation fees for active and corporate members shall be set by a majority vote of the Board of Directors. These dues shall be payable in advance of the fiscal year beginning July 1st of each year.
- SECTION 2.** Membership of persons whose dues have not been paid on or before September 1st shall be terminated October 1st. Any member subject to termination shall be notified by mail at least 30 days prior to said termination.
- SECTION 3.** New members joining after March 31st of each year shall not be obligated to pay dues for the partial year.
- SECTION 4.** All class of members shall pay an initiation fee which must accompany their application. This applies to new members and members who have allowed their membership to lapse as stated in Article IV, Section 2.
- SECTION 5.** Life and Honorary Members are exempt from all dues.

ARTICLE V

MEETINGS:

- SECTION 1.** The quarterly meetings shall be held in the months of June, September, December and March. This schedule may be changed by a $\frac{3}{4}$ vote of the Board of Directors.
- SECTION 2.** The regular quarterly meetings shall contain educational or instructional programs along with the business meeting. The locations shall be altered quarterly across the state at the discretion of the Board of Directors.
- SECTION 3.** The June meeting shall be designated as the Election Meeting with newly elected Directors taking office on July 1st.
- SECTION 4.** The Election Meeting shall be utilized for discussion and voting on amendments to these bylaws (see ARTICLE VIII).
- SECTION 5.** The President may call a meeting of the Board of Directors any time he/she feels it is necessary to handle the affairs of the Association. A simple majority of the members of the Board shall constitute a quorum for the transaction of business.
- SECTION 6.** An urgent issue that affects Association business, and that must be decided in a time frame that does not allow for a formal meeting of the Board, may be dealt with, at the President's discretion, in a special vote by electronic mail. Said vote must be either yea, nay, or abstain, with no discussion allowed. For e-mail voting, consent of at least 80% of the current Board of Directors shall be required for passage. The President shall present for examination printed copies of the e-mail responses at the next formal meeting of the Board of Directors.

ARTICLE VI

ORGANIZATION:

- SECTION 1.** The right to vote and hold elected office shall be vested in paid up Active Members and Life Members.
- SECTION 2.** The governing body of this Association shall be the Board of Directors, consisting of thirteen elected Directors as well as the Board-appointed executive officers (Second Vice-President, First Vice-President, and President).
- SECTION 3.** Of the thirteen Directors, twelve shall be elected and one appointed by vote of the twelve elected Directors. All thirteen members, as well as executive officers, shall be actively engaged in or retired from the wastewater field*.
- SECTION 4.** Directors terms shall be three years in length (with the exception of the appointed thirteenth director), four members being elected each year **.
- SECTION 5.** At the first meeting of the Board of Directors following the Election Meeting, the Board shall appoint (by simple majority vote or acclamation) a President, First Vice-President, Second Vice-President, Secretary-Treasurer, Meeting Management Coordinator, and an Education Coordinator; they shall also appoint, by majority vote, a candidate for the thirteenth Director position, preferably someone who has not already served previously or recently, from the membership at large.
- a. Normal officer rotation shall be from Second Vice-President to First Vice-President to President.
 - b. Once appointed as Second Vice-President, that officer need not be re-elected to a Director position in order to complete rotation through the term of the Presidency.
- SECTION 6.** By a $\frac{3}{4}$ or greater majority vote, the Board of Directors may extend the term of a sitting President by an additional year; however, the President shall not serve more than two consecutive years in this capacity.
- SECTION 7.** No more than two members of the Board of Directors shall be employed at the same facility, company, or agency at the same time of their election to office.
- SECTION 8.** Any member of the Board of Directors missing three consecutive meetings without a good reason may be replaced by another qualified candidate appointed by the President, with the approval of a majority of the Board of Directors.
- SECTION 9.** Nominations for Directors shall be accepted both from the floor at the September, December and March meetings, and through the mail prior to the March meeting. Immediately following the March meeting the Nominating Committee shall present to the Board a slate of candidates.
- SECTION 10.** The annual election of Directors shall occur prior to the June quarterly meeting (Election Meeting). Voting shall be by secret ballot mailed to all paid up Active Members and all Life Members 45 days prior to the Election

Meeting. All ballots postmarked 15 days prior to the Election Meeting shall be counted.

***Wastewater field shall mean any profession related to the wastewater treatment industry, e. g., operations, maintenance, engineering, laboratory, collection systems, industrial wastewater treatment, regulatory functions, sales and marketing of wastewater equipment, publicly and/or privately owned or operated facilities, etc.**

****The appointed thirteenth director shall serve for a one year term and be placed on the ballot for election the following year. If elected to one of the twelve elected seats, that member's term shall be for three years, or if not elected, he/she may be reappointed by the elected board for up to two more one-year terms, standing election to a three-year Director position at the end of each one-year appointment.**

SECTION 11. The new slate of Directors shall be announced at the Election Meeting.

SECTION 12. The Secretary/Treasurer, under the direction of the Board of Directors, is the Executive Officer of the Association. He/she will:

- a. Issue notices to members at least fourteen days prior to all meetings.**
- b. Keep records of all meetings of the Association and Board of Directors.**
- c. Receive all dues and fees and deposit same in the name of the Association in a bank approved by the Board of Directors.**
- d. Personally notify said bank of the names of persons responsible for withdrawal of monies.**
- e. Certify to the Board the accuracy of all bills and vouchers.**
- f. Report at each Association and Board meeting receipts and payments and the condition of the account of the Association.**
- g. Pay all bills or other indebtedness of the Association when so approved by the Board of Directors.**
- h. Render an annual report at the September meeting showing all receipts and disbursements for the previous fiscal year.**
- i. Render a report at the September meeting showing the membership of the Association and listing the current members of the Committees and their officers.**

SECTION 13. The Secretary/Treasurer, with the approval of the Board, and at a rate set by the Board, will be compensated for performance of his/her duties.

SECTION 14. The Education Coordinator shall be responsible for the Association's activities and equipment relative to the Education Program of the Association. He/she shall work closely with the DEP sanctioned Training Advisory Committee to represent the interests of the Association and all its members. He/she will represent the Association on other committees, which can benefit the members of the Association by providing education and training.

SECTION 15. The Education Coordinator shall monitor the training programs developed to serve the needs of the membership of the Massachusetts operator community. The Education Coordinator shall attend Training Advisory Committee meetings and shall report at least quarterly to the Association on the status of the training program.

ARTICLE VII

COMMITTEES:

SECTION 1.

The President shall appoint, at a minimum, the following committees subject to the approval of the Board.

- a. **Education and Training Committee; Chaired by the Education Coordinator with two additional members, at a minimum.**
- b. **Safety Committee: Will consist of at least three members, at a minimum. The committee will provide safety training and promote good safety practices by informing the membership of safety training available.**
- c. **Awards and Incentives Committee: Will consist of at least three members, at a minimum. The committee will coordinate award presentations.**
- d. **Election Committee: Will consist of at least three members, at a minimum, none of whom shall be running for office. The committee will coordinate the election of Directors by secret ballot mailed to all paid up Active Members and Life Members.**
- e. **Meeting Management Committee: Chaired by the Meeting Management Coordinator and shall have at least four members. The committee is responsible for the program at the Quarterly Meetings, Trade Show, Operations Challenge, and any other special events. The members of the committee will have these meeting events directly designated as their responsibility by the Meeting Management Coordinator.**

ARTICLE VIII

AMENDMENTS:

- SECTION 1.** Proposed amendments to these Bylaws must be submitted in writing to the Board of Directors by January 15th. Such proposals shall have the signatures of at least 25 Active Members.
- SECTION 2.** The Board shall present any proposed Bylaws amendments to the membership in writing prior to the March quarterly meeting. The Board shall allow discussion of any proposed amendments at the March meeting.
- SECTION 3.** At the Election Meeting (June) proponents can make motions to adopt Bylaws amendments submitted in accordance with sections 1 and 2 above.
- SECTION 4.** The President or his designee shall act as the meeting moderator and will follow Roberts Rules.
- SECTION 5.** A two-thirds vote of the Active Membership present at the June Meeting is required for adoption of any proposed Bylaw amendments.
- SECTION 6.** Notwithstanding Section 1 through 5 of Article VIII above, the Board of Directors may bring a proposed Bylaws amendment to any quarterly meeting. The procedure to do so shall require a $\frac{3}{4}$ vote in favor of the proposed amendment by the Board of Directors, and thirty days written notice to the membership prior to the quarterly meeting at which the amendments will be proposed. The procedure for vote by the membership shall follow section 3 and 4 of Article VIII above excepting the requirement that the vote take place at the June meeting.