

By-Laws Of
Mid-Central Water Works Association

Adopted 1963
First Amended 1971
Second Amended 1/16/80
Third Amended 5/15/02

ARTICLE 1

NAME

This organization shall be known as Mid-Central Water Works **Association**. This organization was established in 1958.

ARTICLE II

DEFINITIONS

Definitions for all bold text within this document, excluding headings, can be found in Article XIV.

ARTICLE III

OBJECTIVE

The objective of this Association shall be the advancement of knowledge concerning the management and operation of water works, the promotion of health, safety and welfare of water supply employees and consumers, and all matters relating thereto.

ARTICLE IV
MEMBERSHIP

Section 1

The membership of this Association shall consist of water works employees of cities, towns, villages, counties, state and privately owned water facilities, and representatives of firms, corporations, and individuals engaged in the sale of materials and/or consultation for the operation of water facilities and all matters relating thereto.

Section 2

Voting membership shall be limited to members in good standing with current **annual membership dues** paid in full. All **charter** members shall pay no annual membership dues, but will have all the privileges of a paid member.

Section 3

Annual Membership Dues of the Association shall be \$40.00 per year for **individual membership**, \$75.00 for **corporate membership** (up to 3), \$25.00 for **additional corporate memberships**, and \$5.00 for **retired membership** (unless retiree is a charter member whereby Annual Dues will be waived). All Due structures shall be reviewed from time to time and may be altered by the **Executive Committee** with approval of the members.

Section 4

Dues paid in advance are transferable only within the organization that was issued the original membership.

ARTICLE V

BOUNDARIES OF THE ASSOCIATION

Section 1

The boundaries of the Association shall be as follows:

U.S. Route 12 - Rand Road to the North
Illinois Route 43 to the East
Interstate 55 and DuPage County Line to the South
The Fox River to the West

The map is attached to this By-Laws and said map shall be considered part of this Bylaws.

Section 2

Boundaries of the Association shall not prohibit membership within reasonable proximity of the existing boundaries.

ARTICLE VI

HEADQUARTERS

The headquarters of this Association shall be at the office of the duly elected secretary.

ARTICLE VII
OFFICERS AND EXECUTIVE COMMITTEE

Section 1

The **officers** of this Association shall be as follows:

- a. **Chair**
- b. **Vice-Chair**
- c. **Treasurer**
- d. **Secretary**
- e. **Immediate Past Chair**

Section 1-A

The **Program Chair** shall be appointed by the Board and duties are to organize the monthly meeting programs and to assume responsibility for providing speakers for the program.

Section 2

The above officers shall constitute the governing body of this Association and with the Program Chair shall herein be referred to as the Executive Committee.

Section 3

The officers of this Association shall execute its business in accordance with the Bylaws and Objectives of the Association.

Section 4

The terms of office for all officers shall be for one year and shall start at the close of the last session of the Annual Meeting of the Association and shall terminate at the close of the last session of the Annual Meeting, being the third Wednesday of January of each year.

Section 5

All officers of the Association shall be active members of the Association.

Section 6

No elected officer of the Association is eligible to serve more than two consecutive terms in the same office, with the exception of an officer who is elected to fill an unexpired term.

Section 7

In the event of the inability of the Chair to serve, the duties shall be performed by the Vice-Chair. In the event of the inability of any member of the Executive Committee to serve, the position shall be filled by a member of the Association selected by the Executive committee to serve, and the successor shall be elected at the next meeting of the Association.

Section 8

Nor more than two officers of the Association may be from sales organizations unless approved by members of the Association.

ARTICLE VIII

DUTIES OF THE OFFICERS

Section 1 - Chair

The duties of the Chair shall be to coordinate all of the affairs of the Association so far as possible. The Chair shall preside at all the meetings of the Association and of the Executive Committee.

Section 2 - Vice-Chair

The Vice-Chair shall perform the duties of the Chair in the latter's absence, together with such other duties as may be assigned by the Chair or the Executive Committee.

Section 3 - Treasurer

The Treasurer shall attend all meetings of the Association and of the Executive Committee, and shall see that all monies due the Association are collected. The Treasurer shall promptly deposit same to the credit of the Association in a financial institution, which has been approved by the Executive Committee. A Treasurer's Report shall be given, adopted, and approved at all regular meetings of the Association.

Section 4 - Secretary

The Secretary shall attend all meetings of the Association and of the Executive Committee, and shall keep records and minutes of the proceedings thereof. Minutes of the proceedings of the previous meeting shall be given at each regular meeting of the Association and shall be adopted, revised, and approved by the membership. The Secretary shall be responsible for notifying all members of the Association as to the time and place of all meetings to be held. The Secretary shall perform such duties as the Executive Committee may direct.

ARTICLE IX

THE EXECUTIVE COMMITTEE

The Executive Committee meetings shall be called by the Chair at any time or at the request of any member of the Committee. There shall be at least four (4) meetings of the Executive Committee during the term of office of the incumbent committee. The Executive Committee shall have general supervision over all of the affairs of the Association and shall be its legal representative in all matters. The Committee shall recommend regulations as needed, and shall enforce those regulations. These regulations, however, shall not conflict with the By-Laws of the Association.

ARTICLE X

ADVANCEMENT OF OFFICERS

The advancement of officers shall occur at the first annual meeting of the year, that being the third Wednesday of January. The advancement allows for officers to advance one Board level, in the order of office as defined in ARTICLE VII of these by-laws. The progression is as follows:

1. Chair advances to Past Chair
2. Vice-Chair advances to Chair
3. Treasurer advances to Vice-Chair
4. Secretary advances to Treasurer
5. Secretary office filled by nominee elected as defined in Article XI of these by-laws.

Any and all officer advancements are subject to challenge by the membership in good standing. Any challenge to officer advancement must be submitted in writing with signatures of not less than twenty-five percent (25%) of the members in good standing, prior to the end of the last session of the September Meeting, when nominations are

requested for the vacant office of the Secretary. The Chair will then accept nominations from the membership in attendance to have any member(s) in good standing, and who has agreed to serve, placed on the ballot for that office. The office will then be filled by that member who receives the most votes after the ballots have been counted by the nominating Committee and Executive Committee at the November Meeting. Balloting and Elections are further described in ARTICLE XI of these by-laws.

ARTICLE XI

NOMINATIONS AND ELECTIONS

The Chair each year, with the consent of the Executive Committee, shall address the membership at the September Meeting with a request for submittal(s) of the name(s) of any member(s) in good standing to fill any and all offices of the Association. The Chair and Executive Committee shall act in accordance with the terms of the by-laws in filling these offices. No member shall be nominated without his/her knowledge and/or consent. Upon submission(s) of the name(s), the Executive committee shall determine if a ballot is necessary.

In the event no name(s) are submitted, the Executive Committee, between the September Meeting and November Meeting, will have the authority to approach members in good standing and ask if the member(s) would serve as a nominee for any vacant office needing to be filled in the upcoming year. If consent is given by the member(s) approached by the Committee, the membership in attendance at the November Meeting, following a motion by the current. Chair and a second by any member in attendance at the meeting, shall approve or deny, by a verbal aye or nay, the nominated member(s) for the vacant office(s).

In the event that one name is submitted for any vacant office, a vote to approve the nominee to fill the office will be taken at the November Meeting. Following a motion by the Chair and a second by any member in attendance, a verbal aye or nay vote will be taken of those attending the meeting, to approve or deny member(s) for the office.

In the event a ballot is necessary, due to more than one member being nominated for any office at the September Meeting, or a challenge to an advancement of any existing officer as defined in ARTICLE X of these by-laws, the Executive Committee shall select a Nominating Committee of three members, each of whom have served as a Past Officer and is in good standing, to create a ballot to be distributed to the membership at large (sample ballot attached for review at the back of these by-laws).

The Nominating Committee selected will be responsible for notifying the Secretary at least twenty-one (21) days prior to the election, being the date of the November Meeting, to allow mailing of a ballot to each member, in good standing, of the Association. On the ballot shall be printed the names and places of employment of all officers and nominee(s), along with the office they will fill, with an open square opposite the names to allow members to make their selection.

Voting instructions and the names of the members of the Nominating Committee shall

appear on the ballot for the guidance of the membership. Each ballot for the election of officers shall be properly identified by being submitted, by attendance or by proxy, in a sealed envelope marked "Ballot of Officers", Mid-Central Water Works Association, at the November Meeting. Methods of counting the votes, by both the Nominating Committee & Executive Committee, shall insure the anonymity of the voter.

In the event a ballot is required, ballots will be opened and counted at the November Meeting, and the member receiving the most votes for each office on the ballot shall be duly elected. In the event of a tie, a special election will be held, by ballot, to determine who shall fill the office. The member receiving the largest number of votes in the special election shall be duly elected to fill the office. The special election ballots will be opened at the first meeting of the new year, that being the third Wednesday of January.

ARTICLE XII

COMMITTEES

As soon as is practical after taking office, the Chair shall present to the Executive Committee the names of the committees and the members to be appointed to each committee for the Chairs' term of office. Committees and members shall have approval of the Executive Committee. Committees to be appointed at the second Association meeting of each year shall be as follows:

- a. Program Committee (under the direction of the Program Chair)
- b. Golf Outing Committee (under the direction of the Golf Chair)
- c. Christmas Meeting Committee (under the direction of the Christmas Chair)
- d. Nominating Committee (under the direction of the Executive Committee)
- e. Special Committees as appointed by the Chair

ARTICLE XIII

MEETINGS

Section 1

The Association shall have one monthly meeting on the third Wednesday of each month, unless conflicts exist. In this event, the Secretary will notify the membership the meeting prior to the conflict or by written or verbal communication.

Section 2

The times and places of all meeting of the Association shall be fixed by the Executive Committee or by a committee appointed by them for that purpose.

Section 3

Special Meetings may be called by the Executive Committee or upon the written request of at least ten percent (10%) of the members in good standing. Notice of such meetings shall be transmitted to all members at least one (1) week prior to the meeting, stating the time and place of said meeting.

Section 4

Ten percent (10%) of the membership in good standing shall constitute a quorum for the transaction of business at any meeting of the Association. A majority rule (which is considered as 2/3 of members in attendance in accordance with "Roberts Rules of Order" will allow approval of all business transactions during said meeting.

Section 5

The parliamentary proceedings of all meetings of the Association shall be governed by "Roberts Rules of Order".

ARTICLE XIV

DEFINITIONS

ASSOCIATION

All individual, corporate, additional corporate, lifetime, charter and retired members who have paid Annual Membership Dues for the current year and who comprise and participate in the monthly meetings, voting, and general activities of Mid-Central Water Works Association.

ANNUAL MEMBERSHIP DUES

Dues which are paid by an individual, village, town, city, county, state or organization at the beginning of the current year to maintain membership in the Association.

CHARTER MEMBER

Any member who was instrumental in the formation of the Association, either by attendance at the first monthly meeting in the first year or by serving as a member of the Steering Committee at the time the Association's formation.

INDIVIDUAL MEMBERSHIP

Annual membership dues paid by or for a single individual from any village, town, city, county, state, privately owned water facility, or organization to maintain membership for the current year.

CORPORATE MEMBERSHIP

Annual membership dues paid by or for three individuals from any village, town, city, county, state, privately owned water facility, or organization to maintain membership for the current year.

ADDITIONAL CORPORATE MEMBERSHIP

Annual membership dues paid by or for any additional members exceeding the three allowed under a corporate membership from any village, town, city, county, state, privately owned water facility, or organization to maintain membership for the current year.

RETIRED MEMBERSHIP

Annual individual membership dues that are waived upon retirement of any individual over fifty-five (55) of any village, town, city, county, state, privately owned water facility, or organization which at any time was a member in good standing of Mid-Central Waterworks Association.

OFFICERS

Any individual, along with the Immediate Past Chair, who has been duly elected by a majority vote, to fill any of the following positions in the Association for the current year: Chair; Vice-Chair; Secretary; Treasurer.

CHAIR

Any individual who has been duly elected by a majority vote to serve in the highest level of the current Board of Officers for the year in which elected.

VICE-CHAIR

Any individual who has been duly elected by a majority vote to serve under the Chair and who will assume the Chair's responsibility in the event the Chair can not fulfill the duties of the office, and who will serve in the second highest level of the current Board of Officers for the year in which elected.

TREASURER

Any individual who has been duly elected by majority vote to manage the financial status of the Association, through maintaining all financial records of the organization, and who will serve in the third highest level of the Board of Officers for the year in which elected.

SECRETARY

Any individual who has been duly elected by a majority vote to record the proceedings of the Association, both during the monthly meetings and Executive Committee meetings, or any other meeting which business of the Association is transacted, and who will serve in the fourth highest level of the Board of Officers for the year in which elected.

IMMEDIATE PAST CHAIR

Any individual who was duly elected by majority vote in the year prior to the current year, who serves as a member of the Executive Committee, and steers the Board of Officers through use of their past knowledge of Association proceedings.

PROGRAM CHAIR

Any individual who is appointed by the Board of Officers for the current year and is considered an equal member of the Executive Committee, and who will organize the monthly programs and procure speakers for each meeting.

EXECUTIVE COMMITTEE

All officers who have been duly elected by a majority vote, the Immediate Past Chair, and the appointed Program Chair who will provide leadership to the Association by planning and providing for all business of the Association to be brought to the membership, so that the members benefit from participation in the organization.

ARTICLE XV

AMENDMENTS

Proposals for the amendment of these By-Laws may be made at any time by the Executive Committee or by written proposal signed by not less than twenty-five percent (25%) of the members in good standing. All proposed amendments shall be submitted to the Executive Committee for its' review. The proposed amendment together with the report of the Committee shall then be submitted in writing to all members of the Association for their final approval. An amendment so selected and approved by the entire Association shall be in effect thereafter.

Chair _____

Date Approved _____

Amended _____

Amended _____

Amended _____

Attest _____

Ayes _____

Nays _____

f.

