

September 2012

CONSTITUTION OF THE SOUTH DAKOTA WATER AND WASTEWATER ASSOCIATION (SDWWA)

ARTICLE I

Name

The name of this body shall be "The South Dakota Water and Wastewater Association", hereinafter designated as the Association.

ARTICLE II

Object

The objectives of the Association shall be:

- a) The advancement of a course of instruction for those responsible for the operation of water and wastewater facilities.
- b) The general advancement of knowledge of the design, construction, operation, and management of water and wastewater facilities.
- c) The cooperation with, and promotion of, the South Dakota Section of the American Water Works Association (AWWA) and the South Dakota Water Environment Association (WEA).
- d) The encouragement for a friendly exchange of information and experience amongst its members.

ARTICLE III

Membership

Section 1. Members of this association may either be Honorary Members or Active Members.

Section 2. An Honorary Member shall be a person who has rendered loyal and dedicated service to the Association. Election to this grade of membership shall be recommended by the Executive Committee and approved by majority vote of the members at the annual business meeting. The number of living Honorary Members at any one time shall not exceed 4% (four percent) of the Association membership at the time of election.

Section 3. A member shall be anyone with an interest in the water and/or wastewater field.

ARTICLE IV

Dues and Fiscal Year

Section 1. Each Active member shall pay annual dues of ten dollars. Honorary Members shall pay no annual dues.

Section 2. The fiscal year of the association shall begin on September 1 of each year.

ARTICLE V

Executive Committee

Section 1. There shall be an Executive Committee in which the government of the Association shall be vested. It shall consist of the Association President, President-Elect, Vice-President, Past-President, Secretary-Treasurer, and nine Directors.

The Directors will be designated as follows:

One AWWA-SD Section designated representative

One SDWEA designated representative

One manufacturers' representative

Two people representing water and/or wastewater systems that serve less than 3300 people

Four at-large directors

Section 2. The Officers of the Association shall be a President, President-Elect, Vice-President, and Secretary-Treasurer. All Officers shall be members of the Association and shall reside within the geographical boundaries of the State of South Dakota. The Officers of the Association shall be the Officers of the Executive Committee.

The office of President shall be filled by the previous year's President-Elect.

The office of President-Elect shall be filled by the previous year's Vice-President.

The position of Past-President shall be filled by the previous year's President.

The election of officers shall take place during the annual business meeting. Prior to the annual business meeting, the Executive Committee shall select nominees for any vacated offices being filled by interim officers and for the offices of Vice-President and Secretary-Treasurer. Following the report of the Executive Committee to the members present at the annual business meeting, the President shall call for any additional nominations from the floor. Members present may place in nomination additional qualified members for each office. The Vice-President shall have served on the Executive Committee. All nominees shall have signified their willingness to serve.

The election of the Directors shall take place during the annual business meeting. A nomination committee, consisting of three active members of the Association appointed by the Executive Committee, shall place before the members present at the annual business meeting nominations for three Directors. Following the report of the Nominating Committee, the President shall call for any additional nominations from the floor. Members present may place in nomination additional members of the Association. All nominees for Director shall be members of the Association. The terms of the Directors shall be for three years. All nominees shall have signified their willingness to serve.

If only one (1) name is placed in nomination for any office and/or only three (3) names are placed in nomination for Directors, the nominee for that office or the nominees for the director positions shall be declared as elected.

If more than one (1) name is placed in nomination for any office or more than three (3) names are placed in nomination for Directors, an Election Committee shall be named and an election shall take place at the annual business meeting. Voting shall be by ballot by those present at the annual business meeting and the names of the nominees receiving the greatest number of votes cast shall be declared elected.

The terms of the officers and directors so elected shall begin immediately following the conclusion of the annual business meeting.

Section 3. If it becomes necessary for an officer to reside outside of the State of South Dakota, said officer shall relinquish the office held immediately, constituting a vacancy. In the event that a director or officer vacancy occurs for any reason, the Executive Committee shall elect an interim officer or director.

The interim officer shall be a present member of the Executive Committee or any past Director or Officer and shall be elected by majority vote to fill the vacated office for the balance of its term. Upon completion of the term of the vacated office, the interim officer shall be relieved of further duty with regard to the normal progression of offices but shall be eligible to serve as director for the balance of his/her previous elected term on the Executive Committee. If the interim officer was a Director with an expired term on the Executive Committee he/she may exercise his/her eligibility to be elected again to office or for Director on the Executive Committee.

An interim director shall serve out the remainder of the term of the vacating director. An interim director may then be elected as a director thru the process described in Section 2 of this article.

ARTICLE VI

Duties of the Executive Committee

Section 1. The President shall have general supervision of the affairs of the Association.

Section 2. The President-Elect shall be responsible for the coordination of the annual conference. In the absence of the President, he/she shall perform the duties of the President.

Section 3. The Vice-President shall assist the President-Elect as required in the coordination of the annual conference.

Section 4. The Secretary-Treasurer shall have charge of the funds of the Association, shall pay bills against the Association and shall make a report of the expenditures of the funds of the Association at the annual business meeting. It shall be his/her or a duly authorized representative's duty to attend all meetings of the Association and of the Executive Committee; prepare the business agenda for all official meetings and record the proceedings thereof. He/she shall conduct the correspondence of the Association and keep a full record of the same. He/she shall act as parliamentarian at all official sessions of the Executive Committee.

Section 5. Those officers or directors responsible for the coordination of both water and wastewater seminars shall be appointed and approved by the Executive Committee. They shall participate in the program planning of the annual conference. They shall be willing to offer their support to the Association as needed.

Section 6. The Executive Committee shall have the authority to appoint committees to carry out special activities of the Association and shall be the legal representative of the Association and as such, shall have full control of the management of the affairs of the Association or to invest funds of the same, but must not incur indebtedness beyond the funds in the custody of the Secretary-Treasurer. The Executive Committee shall have the power to prepare and enforce, for the conduct of the business of the association, by-laws not in conflict with this Constitution. It shall hold a meeting at least one hour before the opening session of the annual business meeting. Other meetings shall be held at the call of the President or of any three members of the Executive Committee.

All questions in the Executive Committee shall be decided by a majority vote. Fifty percent of the Executive Committee plus one shall constitute a quorum at any meeting of the Executive Committee.

ARTICLE VII

Annual Business Meeting

This Association shall hold an annual business meeting. The place will be selected and the time set by the Executive Committee.

Section 1. The Secretary-Treasurer shall make available an agenda to all members of the Association at least ten days before the annual business meeting.

Section 2. Amendments to this Constitution may be proposed by a majority of the Executive Committee, or through it, on petition of ten (10) percent of the eligible voting members. Amendments to this Constitution must first be adopted by the Executive Committee prior to being voted upon by the membership present at the annual business meeting. If adopted by the Executive Committee, written notice of the proposed amendments shall be made available to the members prior to the annual business meeting. A two-thirds vote of the members present at the annual business meeting shall be necessary for ratification.

Section 3. An amendment approved by the Association membership shall take effect immediately.

Current as of 2012 Annual Business Meeting in Rapid City.