

KANSAS WATER ENVIRONMENT ASSOCIATION

CONSTITUTION AND BYLAWS

(APRIL 2009)

1. NAME

1.1 The name of this organization shall be the Kansas Water Environment Association (KWEA), hereinafter designated as the Association. The Association was originally incorporated as a Kansas "Not for Profit" corporation on August 19, 1977 as the Kansas Water Pollution Control Association for a period of 25 years. The Association was reincorporated as a perpetual Not For Profit corporation on November 20, 2002. The Association (Corporation) is organized not for profit and exclusively for charitable, religious and/or educational purposes, including, but not limited to, the purposes set out in Article 3 of the Association's Constitution and Bylaws.

2. AFFILIATION

2.1 The Association shall be a member association of the Water Environment Federation hereinafter designated as the WEF, and shall participate in the activities of that organization. It is the intent that the Constitution and Bylaws of this Association shall be in harmony with the Constitution and Bylaws of the WEF.

3. OBJECTIVES

3.1 Advance the fundamental knowledge of the water environment, its basic qualities, and physical laws governing its interaction with other aspects of the environment and with the aesthetic, economic, and biological needs of the earth's inhabitants.

3.2 Advance the knowledge and technology in the design, construction, operation and management of water quality systems and facilities.

3.3 Increase the knowledge and understanding of the earth's water environment, and encourage and promote action necessary for its enhancement.

3.4 Develop and implement effective delivery mechanisms to rapidly disseminate knowledge concerning the water environment to members and other interested parties.

3.5 Promote sound policy in matters relating to the water environment.

3.6 Improve the professional status of all personnel engaged in any aspect of protecting and improving the earth's water environment.

- 3.7 Strengthen and build alliances with organizations throughout the world incorporating members of all professions dedicated to the preservation and enhancement of water quality and water resources.
- 3.8 Stimulate public awareness of the relationship of water resources to the public welfare and the need for pollution prevention, resource recovery, preservation, conservation, and reuse of water resources.
- 3.9 Serve the international community of water environment professionals.

4. FRANCHISE

- 4.1 The exclusive service area of the Association shall consist of the State of Kansas.

5. MEMBERSHIP

- 5.1 The membership of the Association shall consist of persons and organizations interested in any of the objectives of the Association and having such qualifications as are prescribed in this document for the various grades of membership.
- 5.2 The term "eligible voting member," as used in this document, shall include all persons having the rights and privileges of Active or Professional Wastewater Operations Members as prescribed in this document.

6. BOARD

- 6.1 The affairs of the Association shall be managed by a Board or Executive Committee (hereinafter designated as the Board) under such rules as the Board may determine, subject to the specific conditions of this document.
- 6.2 The Board shall consist of elected and appointed officers, delegate(s) to the WEF House of Delegates the most recent past president, and others as noted in Article 9.1.

7. OFFICERS

- 7.1 The elected officers of the Association shall be a President, a President-Elect, a Vice-President, a Delegate or Delegates to serve in the WEF House of Delegates, Trustees to accommodate Association structure, PWO Board Representative, and a Secretary-Treasurer.
- 7.2 The appointed officers of the Association shall be the Conference Coordinator and Ambassador. These positions shall be appointed by the Board.
- 7.3 All officers, elected or appointed shall be eligible voting members.

8. DUTIES AND FUNCTIONS

8.1 President

- 8.1.1 General supervision of the affairs of the Association.
- 8.1.2 Preside at all conferences and meetings of the Association and meetings of the Board.
- 8.1.3 Be an ex-officio member of all committees, other than the Nominating Committee, and appoint the members of all committees where membership is not otherwise specified in the Constitution and Bylaws.
- 8.1.4 Act as chair for a Board appointed committee to oversee annual performance evaluation(s) of any paid staff members of the Association.
- 8.1.5 Perform such other duties as may be assigned by the Board.

8.2 President-Elect

- 8.2.1 The President Elect shall perform the duties of the President in the event that the President is unable for any reason to carry on his function and shall serve as chairman of the Program Committee for the Association's Annual Meeting.

8.3 Vice-President

- 8.3.1 The Vice-President shall perform the duties of the President Elect in the event the President Elect is unable for any reason to carry on his functions.
- 8.3.2 The Vice President shall conduct an annual, comprehensive review of all Association committees including their purpose, structure, responsibilities, duties, membership, and published/internet description. The Vice President shall solicit and review an annual report from each committee prior to the annual conference. The Vice President shall summarize findings and recommendations in a written report for the Board and will provide print and electronic copies to the Secretary Treasurer and the Vice President for the next program year.
- 8.3.3 In conjunction with the Board, the Vice President shall conduct an annual review of the Associations Long Range Plan to assess its status and/or the need for any changes. If major changes are deemed necessary, a Long Range Planning Committee shall be formed. A report shall be provided to the Association Board.

8.4 WEF Delegate(s)

- 8.4.1 The WEF Delegate(s) shall be a member of the WEF, represent the Association in the conduct of all business by the House of Delegates of the WEF, and shall have a term of service as designated by the WEF Constitution and Bylaws.

- 8.4.2 The WEF Delegate(s) shall advance any issues of the Association Board to the WEF for consideration and resolution.
- 8.5 Secretary-Treasurer
 - 8.5.1 Serve as the Executive Officer of the Association, and operate under the general direction of the President and the Board.
 - 8.5.2 Prepare the agenda for, and attend all meetings of the Board, record, and distribute the proceedings of such meetings to the Board.
 - 8.5.3 The Secretary/Treasurer shall see that all monies due to the Association are collected carefully and without loss. Proper accounts shall be maintained and all expenditures shall be properly entered in the records of the Association. All bills and vouchers for payment shall be reviewed for proper order. The Secretary/Treasurer shall sign or see to the signing of checks or drafts against the funds of the Association, all according to procedures established or approved by the Board.
 - 8.5.4 Prepare an annual Association budget for review and approval of the Board by July 31st of each year.
 - 8.5.5 Prepare an annual Scholarship Fund audit/summary for review and approval by the Scholarship Committee by August 31st of each year.
 - 8.5.6 Forward to the Officers and each Board member a quarterly financial summary of accrued income and expenses consistent with the annual financial statement.
 - 8.5.7 Present at the Annual Meeting of the Association a balance sheet of the books as of December 31 of the previous year, and as of the end of the month preceding the Annual Meeting, which books shall be made available for audit, annually or as otherwise specified by the Board.
 - 8.5.8 Maintain records of the Association, including a list of members of the Association.
 - 8.5.9 An Assistant Secretary-Treasurer, if appointed, shall assist the Secretary-Treasurer in these duties.
- 8.6 Professional Wastewater Operator (PWO) Board Representative
 - 8.6.1 The PWO Board Representative shall represent the PWO on the KWEA Board of Directors.
- 8.7 Trustees

- 8.7.1 One Trustee shall represent industry and the second shall represent operator training education on the Board.
- 8.8 Conference Coordinator
 - 8.8.1 The Conference Coordinator shall serve on the Board and shall direct the organization and coordination of the Annual Meetings of the Association.
- 8.9 Ambassador
 - 8.9.1.
 - The Ambassador shall serve on the Board as the Kansas Water Environment Association's representative and envoy during Association activities and functions. The Ambassador shall act in a liaison capacity with other professional, educational, trade, commercial, political, or any other organizations with similar interests as the Association.
 - 8.9.2. The Ambassador shall attend other organization's conferences, meetings, workshops, and other activities to assist in the promotion of the Association, its mission, goals, objectives, and the image of the water environment profession to the general public, business community, and government agencies.
 - 8.9.3 Activities may include the development and formation of alliances and or partnerships with other state and regional organizations with similar objectives.
- 8.10 Past President (Immediate)
 - 8.10.1 The Past President shall serve on the Board, as a voting member, and shall serve as the chair for the Nominating Committee.
- 8.11 Terms of Office
 - 8.11.1 The terms of office of the President, President-Elect, Vice President, and Secretary-Treasurer shall be for approximately 1 year, which term shall start immediately following the close of the Association's Annual Meeting, at which the election of officers is conducted, and continue until their successors qualify. Officers who serve full terms shall not be eligible to succeed themselves in consecutive terms, excepting the office of Secretary-Treasurer.
 - 8.11.2 The term of the WEF Delegate(s) shall be 3 years as determined by the Annual Meetings of the WEF. The Delegate(s) shall not be eligible to succeed themselves in consecutive terms. When the Association has more than one Delegate, it shall have staggered terms of office for the Delegate(s).
 - 8.11.3 The term of the PWO Board Representative shall be for approximately 3 years which shall start immediately following the close of the Association Annual Meeting, at which the election of officers is conducted, and continue until his successor qualifies. The PWO Board Representative shall not be eligible to

serve in consecutive terms. The Representative shall be elected by majority vote of the PWO Members at the Annual Meeting.

- 8.11.4 The terms of the Trustees shall be for three years, as determined by the Annual Meetings of the Association. Trustees shall not be eligible to succeed themselves in consecutive full terms.
 - 8.11.5 The term of the Conference Coordinator shall be for three years, as determined by the Annual Meetings of the Association. The Conference Coordinator shall be eligible to succeed himself or herself in consecutive full terms.
 - 8.11.6 The term of the Ambassador shall be for three years, as determined by the Annual Meetings of the Association. The Ambassador shall be eligible to succeed himself or herself in consecutive full terms.
- 8.12 Nomination and Election or Appointment of Officers
- 8.12.1 Prior to the Annual Meeting, the President shall appoint a Nominating Committee consisting of the three (3) immediate living past-presidents. The most recent past president shall serve as the committee chair. The Nominating Committee shall be responsible for the selection of qualified nominees for Association governance positions. The Nominating Committee shall also oversee the individual award nomination subcommittees for the WEF Life Membership, Bedell, Hatfield, Burke, Lab Analyst, and Quarter Century Operator awards. The Nominating Committee shall report all nominations to the Secretary Treasurer of the Association at least 120 days prior to the Annual Meeting and shall recommend at least one name for each elective and or appointive office about to become vacant, and for any WEF award scheduled for presentation. Following the report of the Nominating Committee to the membership, the President shall call for any additional nominations from the floor at the time of the Annual Meeting. Election or confirmation of appointment shall be determined by majority vote of the Active Members, Corporate membership designated representatives, Student Members, Honorary Members, Life Members, and PWO Members present and voting.
 - 8.12.2 In case of a vacancy in any elective or appointive office, the Board shall fill the unexpired term by appointment. In the case of Delegate(s) Trustee(s), PWO Board Representative, Ambassador, or Conference Coordinator; the appointment shall be until the next Association Annual Meeting, at which time the unexpired term of the Delegate(s) Trustee(s), PWO Board Representative, Ambassador, or Conference Coordinator shall be filled by election or appointment.
 - 8.12.3 The President shall be ineligible for reelection. This prohibition shall not apply to a person acting as President in the absence of the President. However, should any of the officers serving as President, President-Elect, 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 office for one full term of office.

- 8.12.4 The President may, at his option, appoint an Assistant Secretary-Treasurer who shall be an ex-officio, nonvoting member of the Board.

9. BOARD MEMBERSHIP

9.1 Membership

- (a) The Association President
- (b) The Association President-Elect
- (c) The Association Vice-President
- (d) The Association Secretary-Treasurer
- (e) The latest living Association Past President
- (f) WEF Delegate(s)
- (g) The PWO Board Representative
- (h) A Trustee representing industry
- (i) A Conference Coordinator
- (j) An Ambassador

- 9.2 The above membership shall constitute the Board which shall be the Governing Body of the Association, and shall conduct the affairs of the Association in accordance with the provisions of the Constitution and Bylaws. In addition to the above, one director or representative from each member Section as designated by the Section, shall be a nonvoting member of the Board

- 9.3 The President of the Association shall be the Presiding Officer of the Board.

- 9.4 The Board shall direct all business of the Association between Annual Meetings. It shall meet at least once each year at the time of the Annual Meeting. A majority of the Board shall constitute a quorum.

- 9.5 By direction of the Board, any voting member may be assigned or perform multiple duties within the association structure, but shall only retain a single voting privilege.

10. MEMBERSHIP CLASSIFICATIONS, QUALIFICATIONS, AND PRIVILEGES

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

WEF membership classes shall include:

Individual Member: Any individual interested in the advancement of knowledge relating to objectives of the WEF. An Individual Member shall have all of the rights and privileges granted by the WEF including the right to vote and hold office as provided for in the WEF Constitution and Bylaws.

Group Member: Any group or organization interested in the advancement of knowledge relating to objectives of the WEF. A Group Member shall have all of 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.

Classes of membership established by the Association include:

- Active (Individual) Members
- Group Members
- Student Members
- Professional Wastewater Operations Members
- Retired Members
- Dual Members
- Life Members

10.2 Active (Individual) Members

10.2.1 Qualifications

10.2.1.1 Any person professionally engaged or interested in the advancement of knowledge relating to the objectives of the WEF and the Association.

10.2.1.2 Shall be entitled to receive publications of the WEF, as authorized by its Board of Trustees, and publications of the Association, as authorized by its Board, for the Active (Individual) Membership class.

10.2.2 Rights and Privileges

10.2.2.1 Shall be an eligible voting member of the Association. Shall have all the rights and privileges granted by the WEF and Association, including the rights to hold office and serve on committees.

10.3 Group Members

10.3.1 Qualifications

10.3.1.1 May be an authorized representative of any organization engaged in the design, construction, operation, or management of water environment systems, a governmental agency, an industrial organization, or any other corporate body or organization engaged in or interested in at least one of the stated objectives of the WEF and the Association.

10.3.2 Rights and Privileges

10.3.2.1 Shall be entitled to one representative who shall have all the rights and privileges of an Active (Individual) Member. The representative may be

changed at the discretion of the Group Member on written notice to the Secretary of the Association.

10.4 Student Members

10.4.1 Qualifications

10.4.1.1 Shall be a regularly enrolled college or university student who spends at least one-half time on academic course work or the equivalent.

10.4.2 Rights and Privileges

10.4.2.1 Shall have all the rights and privileges of an Active (Individual) Member except holding Association and WEF offices.

10.4.2.2 May not retain this class of membership beyond the first anniversary date following termination of qualifications as a Student Member.

10.5 Professional Wastewater Operations Members

10.5.1 Qualifications

10.5.1.1 A person who is actively employed by the responsible operating entity on the facility site on a day-to-day basis in the operation and maintenance of wastewater collection facilities, wastewater treatment facilities, or wastewater laboratories provided for such treatment facilities, or is an off-site private laboratory technician who routinely performs wastewater analyses, or retired there from.

10.5.2 Rights and privileges

10.5.2.1 Shall be an eligible voting member of the Association.

10.5.2.2 Shall have all the rights and privileges granted to the PWO class of membership by the WEF and Association, including the rights to hold office and serve on committees.

10.5.2.3 Shall be entitled to receive publications of the WEF, as authorized by its Board of Trustees, and publications of the Association, as authorized by its Board, for the PWO membership class.

10.6 Retired Member

10.6.1 Qualifications

10.6.1.1 Any person retired from and not currently professionally affiliated with the water quality field.

10.6.2 Rights and Privileges

10.6.2.1 Shall have all the rights and privileges of an Active (Individual) Member.

- 10.6.2.2 May not retain this class of membership beyond the first anniversary date following reemployment and/or professional affiliation within the water quality field.

10.7 Dual Member

10.7.1 Qualifications

- 10.7.1.1 A Dual Member shall be a person whose residence or place of business is outside of Kansas and who is an Active (Individual) Member in good standing of any other Member Association of the WEF.

10.7.2 Rights and Privileges

- 10.7.2.1 A Dual Member shall have all the rights and privileges of an Active (Individual) Member except for voting and holding office.

10.8 Life Members

10.8.1 Qualifications

- 10.8.1.1 A person who has been accepted as a Life Member in the WEF and who has been subsequently approved for Life Membership in the Association by the Board.

10.8.2 Rights and Privileges

- 10.8.2.1 Life Members shall have all the rights and privileges of Active (Individual) Members or PWO members and shall pay no Association dues.

10.9 WEF Honorary Members, Group Member Representatives, and Associate Member Representatives

10.9.1 Qualifications

- 10.9.1.1 WEF Honorary Members, representatives of Group Members, and Associate Members (not Active Members of another member Association) are eligible to apply for Active (Individual) Membership if they reside in or if their place of business is in Kansas; if they are Active Members of another member Association, and if they are nonresidents and their place of business is outside of Kansas, they shall be eligible to apply for Dual Membership.

10.9.2 Rights and Privileges

- 10.9.2.1 A WEF Honorary Member, Group Member Representative, and Associate Member Representative accepted as an Active or Dual Member, shall have all the privileges of such membership class.

11. DUES AND FEES

11.1 Payment of Dues

11.1.1 The WEF collects annual WEF and Association membership dues for Association members who are also WEF members. For each Active (Individual), Group, Student, Professional Wastewater Operations, Retired, and Dual Member, Association dues shall be determined by the Board and shall be included with the current dues for each class of membership as established by the Board of Trustees of the WEF. The Association will receive a fixed amount from the total dues payments. Honorary and Life Members shall pay no Association dues.

11.1.2 Annual dues will be billed directly to Association Members by the WEF Executive Director. Dues are delinquent if not received by the member's anniversary date.

11.1.3 Dues are payable for a 12-month period beginning with the first date of membership that is defined as the anniversary date.

11.2 Subscription Included in Dues

11.2.1 All members certified to the WEF by the Association shall be entitled to such publications of the WEF as may be approved by its Board of Trustees for the appropriate membership class. All members shall be entitled to the publications of the Association as may be approved by its Board for the appropriate membership class.

11.3 Arrears

11.3.1 Association Members, whose dues shall not have been paid within one month after the anniversary date will be given notice of such default by the WEF. If the dues remain unpaid 15 days after such notice, the member in default may be removed from the rolls of the WEF and the Association.

11.4 Fees

11.4.1 All members of the WEF shall be admitted to Association meetings upon payment of the same registration fee assessed for Active (Individual), Members.

12. ADMISSION AND EXPULSION

12.1 Admission

12.1.1 Applications for membership will be reviewed by the Secretary-Treasurer according to the policies established by the Board.

12.1.2 There shall be no admission fee.

12.2 Expulsion

12.2.1 Any member may be expelled from the Association for good and sufficient reason by a two-thirds vote of the Board.

12.2.2 Any officer may be removed from office for good and sufficient reason by a two-thirds vote taken at a duly constituted meeting of the Board.

13. PUBLICATIONS

13.1 All publications of the Association shall be issued under direction of the Board.

14. MEETINGS

14.1 Annual Conference and Annual Meeting

14.1.1 An Annual Conference and Annual Meeting of the Association shall be held at the time and place selected by the Board.

14.1.2 Each person attending the Annual Conference shall pay a registration fee of such amount as may be determined by the Board.

14.1.3 An Annual Meeting of the Association shall be held during the Annual Conference to receive reports of officers and committees, to elect officers, and carry on other business of the Association.

14.2 Special Meetings

14.2.1 Special meetings of the Association may be held at such other times and places as designated by the Board.

14.3 Notices

14.3.1 Notices of all conferences and meetings of the Association shall be sent out to all Members by the Secretary-Treasurer, or under his/her supervision, at least 30 days in advance of any conference or meeting.

15. AMENDMENTS

15.1 Initiation

15.1.1 Amendments to these Constitution and Bylaws may be proposed by a majority of the Board or through it, on petition of 20 percent of the eligible voting members. All proposed amendments shall be submitted in writing to the Board.

15.1.2 The Secretary-Treasurer shall mail notices and the complete text of a proposed amendment, on the instruction of the Board, to each eligible voting member at least 30 days before it is to be voted upon.

15.2 Adoption

- 15.2.1 Amendments to these Constitution and Bylaws may be made by a majority two-thirds affirmative vote of the eligible voting members present and voting at an Annual Meeting.
- 15.2.2 Amendments to these Constitution and Bylaws shall be submitted to the WEF for review and approval prior to final adoption by the Association.
- 15.2.3 An amendment approved by the Association membership and the WEF shall take effect immediately.

16. DISSOLUTION OF THE ASSOCIATION

- 16.1 Upon discontinuance or dissolution of the Corporation (Kansas Water Environment Association), the Board shall, after paying or making provisions for payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as provided in Section 501(c)(3) of the Internal Revenue Service Code, all as the Board shall determine and as shall be ratified by majority vote of the general membership responding by mail ballot.

17. DISTRIBUTION OF EARNINGS AND ASSOCIATION ACTIVITIES

- 17.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II thereof. No substantial part of the Activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Service Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Service Code.

18. PLANT AWARDS

- 18.1 Purpose

18.1.1 To improve and promote better operation and maintenance of municipal wastewater and industrial waste treatment plants, and to recognize those plant operators who have done an outstanding job of plant operation and maintenance, the Association shall make annual awards for operating excellence.

18.2 Review Committee

18.2.1 A review committee or committees shall be appointed by the President. If only one committee is appointed, it shall be charged with sending award application blanks and information to the Association membership, visiting and reviewing the plants nominated, and recommending the outstanding plant in each category, if there are no class divisions in that category, or in each class if there are class divisions in a category, for an award. However, it must be the consensus of the committee that the plant operation and maintenance of any plant recommended for an award is of outstanding excellence.

18.2.2 If the President appoints more than one committee, each shall be responsible for the above duties in connection with the categories or class of plants assigned to them.

18.3 Award Criteria

18.3.1 Matters to be considered in recommending awards shall include, but not be limited to, the following:

18.3.1.1 Plant performance as compared to its design capabilities and capacity.

18.3.1.2 Completeness of plant records and files.

18.3.1.3 State of plant maintenance, maintenance records, schedules, and programs.

18.3.1.4 General appearance of plant and grounds.

18.3.2 Awards shall be recommended only when the consensus of the committee is that the plant operation and maintenance of the proposed awardee has been outstanding.

18.4 Award Approvals

18.4.1 Recommendations for the awards shall be made to and acted upon by the Board no later than their last meeting prior to the Annual Meeting.

18.5 Plant Categories and Classes

18.5.1 Plant categories and classes for the awards shall be as follows:

Design P.E.

18.5.1.1 Municipal Wastewater Plant

Class Ia		
Any waste stabilization pond facility		less than 1,500
Class Ib		
Any waste stabilization pond facility		1,500 and greater
Class II		
Any secondary treatment plant		less than 3,500
Class III		
Any secondary treatment plant		3,500 to 10,000
or		
Any advanced or specialized wastewater treatment facility		less than 5,000
Class IV		
Any secondary treatment plant		over 10,000 to 30,000
or		
Any advanced or specialized wastewater treatment facility		5,000 to 10,000
Class V		
Any secondary treatment plant		over 30,000
or		
Any advanced or specialized wastewater treatment facility		over 10,000

Design P.E.

18.5.1.2 Industrial Waste Treatment Plant

Class VI		
Any secondary or advanced treatment plant	All	
Pretreatment		
Any plant discharging to a municipal system	All	

19. SECTIONS

19.1 Creation

19.1.1 Any regional or other group in the state may be designated as a Section of the Association by majority vote at the Annual Meeting of the Association provided:

19.1.1.1 Its objectives are in harmony with those of the Association.

19.1.2 The Constitution and Bylaws of the applicant Section have been certified by the Constitution and Bylaws Committee to the Board as being in harmony with those of the Association.

19.1.3 Certification shall be made by the Section designating that the Constitution and Bylaws of the Association are accepted by it.

19.1.4 Classification of members in the Section shall be the same as in the Association.

19.1.5 The Section's officers and its representative to the Association shall be members of the WEF.

19.2 Section Representative to Association's Board

19.2.1 Each Section may designate one representative to the Association's Board. This representative shall be the Section's Director or other duly appointed or designated individual. The Section's representative shall have the right to attend Association's Board meetings with full privilege of discussion and participation, except the representative shall not have voting privileges in the Association's Board.

19.3 Discontinuance

19.3.1 Any Section may discontinue by giving notice to the Association's Board at least three months in advance of the date of the Association's Annual Meeting.

19.3.2 Upon recommendation by the Association's Board and majority vote at the Annual Meeting, a Section may be discontinued if:

19.3.2.1 The Section's activities and program have not been sufficient to warrant its continuance.

19.3.2.2 Any change in the Section's Constitution and Bylaws that bring them into conflict with those of the Association - provided, however, that the

Section persists in its conflicts more than six months after being notified by the Board of the Association that such conflicts exist.

- 19.3.2.3 The Section refuses to accept amendments to the Association Constitution and Bylaws duly adopted by the Association.

19.4 Changes in Section Constitution and Bylaws

- 19.4.1 Any proposed change in the existing Constitution or Bylaws of a Section shall be referred to the Association's Constitution and Bylaws Committee for review. This committee shall forward them, along with its comments and recommendations, to the Association's Board. If the Board finds that no conflict exists, the proposed changes shall be certified to the Section as being in harmony with the Constitution and Bylaws of the Association.

20. SCHOLARSHIP FUND

20.1 Names:

- 20.1.1 The name of the fund shall be “The Kansas Water Environment Association Scholarship Fund”. A standing committee of the Kansas Water Environment Association shall provide guidance and governance and shall be named the “Kansas Water Environment Scholarship Fund Committee”.

20.2 Term:

- 20.2.1 The Scholarship Fund is intended to be perpetuated through the establishment of an Endowment Fund through donations and/or fund raising events. In the event the Scholarship Fund or its governing committee is dissolved, accumulated funds will revert to the KWEA general fund to be utilized toward the stated objectives of the KWEA.

20.3 Objectives:

- 20.3.1 The objectives of the KWEA Scholarship Fund include the encouragement of the making of – and the receipt of – gifts, benefactions and other donations by deed, will, direct gift, or otherwise, to establish and maintain scholarships to be awarded to students enrolled in an accredited college, university, or vocational/technical school within the State of Kansas, who have the general intent of entering career fields associated with the water environment and the goals and objectives of the KWEA. It is a further objective that two classes of scholarship be established. These are: Academic and Technical. Qualifications and criteria for both scholarship classes shall be developed and published to the membership.

20.4 Location:

- 20.4.1 The headquarters of the KWEA Scholarship Fund shall be at the office of the KWEA, Secretary/Treasurer.

20.5 Governance:

- 20.5.1 The governing body of the KWEA Scholarship Fund shall be a standing committee of the Association.

20.6 Structure:

- 20.6.1 The affairs of the KWEA Scholarship Fund shall be managed by a committee consisting of five members appointed by the Board of the KWEA. The committee membership shall be as follows:

Chairman: May be a member of the Board or a member at large. The Chairman shall report directly to the KWEA Board and shall serve at its discretion.

Vice Chairman: Shall be the current Vice-President of the KWEA.

Member: Shall be a current Trustee of the KWEA.

Member: Shall be a member at large of the KWEA.

Member: Shall be a member at large of the KWEA.

20.7 Terms of Membership and Operation:

- 20.7.1 The terms of committee members shall be based on the administrative year of the KWEA (generally from one annual conference to the next). The normal term of a committee member shall be three (3) years, other than the Vice Chairman. The terms of the committee members will be staggered to enable the appointment of one new committee member each year. No member of the KWEA shall serve more than two terms as a committee member and/or officer. Unfilled terms will be filled by appointment by the Board.

- 20.7.2 Notice of all meetings of the committee, date, day, hour, and location and the purpose for which such meeting is called shall be given to the Chair, Vice Chair or Secretary, by written communication to all committee members and the KWEA Board.

- 20.7.3 Unless otherwise called, one committee meeting per year will be held during the KWEA ANNUAL CONFERENCE at a time which will not conflict with any other conference programs.

- 20.7.4 At any meeting of the KWEA Scholarship Fund Committee, three committee members, one of which must be the Chairman or Vice Chairman, shall constitute a quorum. When a quorum is present at any meeting, a majority of those present (in person) shall decide any question brought before such meeting, unless the question is one upon which, by express provision of law, or other KWEA

bylaws, a different vote is required, in which case, such express provision shall govern and control the decision of such question.

21. PROHIBITIONS:

21.1 During the term of any Scholarship Committee member, members of their immediate and/or extended families are not eligible for scholarship consideration.

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