

The Constitution of the Ohio Water Environment Association

ARTICLE I. NAME

The name of this Organization shall be the Ohio Water Environment Association Incorporated, hereinafter referred to as the Association. The Association was incorporated under the Ohio Revised Code, Section 1702.01 on July 12, 1976. This Association shall be composed of a number of Sections, as defined by the Executive Committee.

ARTICLE II. OBJECTIVES

The objectives of this Association shall be to promote the science and practice of wastewater treatment and industrial waste treatment; to advance fundamental and practical knowledge concerning the nature, collection, treatment and disposal of wastewater and industrial wastes; to aid in improving the design, construction, operations, and management of treatment works; to promote improved sanitation of waterways, and to encourage cooperation between the members of this Association, the Ohio Environmental Protection Agency, and the Water Environment Federation.

Said Association is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the Association shall inure to the benefit, or be distributable to, its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association 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 provision of these articles, the Association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt for Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon dissolution of the Association, the Executive Committee shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated for education or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine.

Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized exclusively for such purposes.

ARTICLE III. MEMBERSHIP

Section 1. The Association may join with other groups or associations, having similar objectives, in an organization known as the Water Environment Federation.

Section 2. Membership classifications within the Association shall be all applicable membership classes defined, described, or allowed in the Constitution and Bylaws of the Water Environment Federation (the Federation). Association requirements for classes defined and described by the Federation shall be the same as for the Federation membership. Association membership classes created under the "other classes of membership" provisions of the federation's Constitution and Bylaws shall be defined and described in the Association's Bylaws.

Section 3. Written Application for membership in this association shall be made to the Secretary-Treasurer. The Secretary-Treasurer will accept for membership the applicant in accordance with eligibility requirements and payment of dues. Any member may be expelled from the Association for good and sufficient reason by a two-thirds vote of the Executive Committee.

ARTICLE IV. DUES AND REGISTRATION FEES

Section 1. Dues for all classes of membership in this Association shall be set by the Executive Committee.

Section 2. Registration fees for attendance at the Association Annual Conference shall be set by the Executive Committee.

ARTICLE V. ORGANIZATION

Section 1. The affairs of the Association shall be conducted by an Executive Committee, in accordance with the Bylaws and under such rules as the Executive Committee may determine subject to the specific conditions of this Constitution.

Section 2. The officers of the Association shall be eligible members of the Association and consist of a President, President Elect, Vice President, and a Secretary-Treasurer.

Section 3. The Executive Committee shall consist of:

- a. The President of the Association
- b. The President Elect of the Association
- c. The Vice President of the Association
- d. The Secretary-Treasurer of the Association
- e. The latest living Past President of the Association
- f. The Association's Directors of the Federation House of Delegates
- g. The Section Delegates appointed by and to represent each section of the Association

Section 4. The nominating committee shall select and nominate for election at the Annual Business Meeting candidates for the following offices: President Elect, Vice President, and Secretary-Treasurer. The President shall be the officer who served the previous year as President Elect. In normal circumstances, the Nominating Committee shall nominate for the office of President Elect the officer who has served the previous year as Vice President. The individual nominated for Vice President shall be selected from the eligible membership, and shall be selected on the basis of his contribution to the Association, leadership and guidance qualities, and willingness to serve. It is desirable that the nominee be selected from various disciplines and geographical sections to provide representation for all segments of the membership. Any member shall have the right to make nominations, provided his nominee is an eligible member of the Association, has consented in writing to allow his name to be placed in nomination, and has agreed to serve the Association for the next four years. Nominations must be submitted to the Nominating Committee at least 30 days prior to the Annual Business Meeting.

Section 5. The terms of office of the President, President Elect, Vice President, and the Secretary-Treasurer shall be one year, whose terms of office shall start at the close of the Annual Business Meeting at which they are elected and continues until a successor qualifies. The terms of office for the Section Delegates shall be two years, and shall start at the close of the Annual Business Meeting, as hereinafter provided, and shall continue until a successor qualifies.

The terms of the Section Delegates from the Southwest and Northwest Section Associations shall start in odd-numbered years, and for the Southeast and Northeast Section Associations shall start in even-numbered years.

Section 6. The President and President Elect shall be ineligible for a second full term in their respective office. The Vice President shall not be eligible for a second term in the same office until at least one full term shall have elapsed after the end of the first term.

The Section Delegates shall be eligible for two two-year terms.

Section 7. To qualify for offices of the Association, an individual shall be an eligible member of the Association, and be duly appointed by the Executive Committee or elected by the membership.

The Section Delegates shall be appointed by their respective Section.

Section 8. The Directors of the Association to the Federation House of Delegates shall be appointed by the Executive Committee from Past Presidents of the Association who have expressed interest and a commitment to serve, for terms of office as provided by the Federation Constitution and Bylaws.

Section 9. The Executive Committee shall have power to appoint an eligible member of Association to fill the unexpired term of any elective or appointive office, said appointee to serve until the next successor qualifies; and have the power to remove any elected or appointed officer from office for just cause.

ARTICLE VI. MEETING

The Annual Business Meeting of this Association shall be held as part of the Annual Conference.

ARTICLE VII. PUBLICATION

Each member in good standing shall be entitled to receive the publications of the Federation, as provided for in each class by the Federation, and to the periodicals published by the Association.

ARTICLE VIII. AMENDMENTS

Amendments to this Constitution shall be submitted, in writing, to the Secretary-Treasurer at least ninety (90) days before the Annual Business Meeting. Copies of any proposed amendments shall be mailed to each member of the Executive Committee thirty (30) days before the Annual Business Meeting, shall be published in the Association publication issue prior to the Annual Business Meeting, and shall be made available to all members at the Annual Conference. An affirmative vote of two-thirds (2/3) of the eligible members present at the Annual Business Meeting shall be necessary for its adoption. Amendments shall take effect immediately upon adoption.

6/2005