

**CONSTITUTION AND BYLAWS
FOR THE SAN FRANCISCO BAY SECTION OF THE
CALIFORNIA WATER ENVIRONMENT ASSOCIATION (CWEA)**

CONSTITUTION

1.0 NAME AND BOUNDARIES

- 1.1 The name of this section shall be the San Francisco Bay Section, hereinafter referred to as the "Section", of the California Water Environment Association, hereinafter referred to as the "Association".
- 1.2 The Boundaries of the Section shall be as determined by the Association.

2.0 AFFILIATION

- 2.1 The Section shall be affiliated with the Association, a California nonprofit public benefit corporation, tax-exempt under section 501(c)(3) of the Internal Revenue Code and its California counterpart, and shall participate in the Association's activities. The Section does not have separate legal or tax status, but rather operates as a program of the Association. It is intended that the Constitution and Bylaws of this Section shall be in harmony with the Constitution and Bylaws of the Association. All Section activities shall be consistent with the policies and procedures of the Association. All Section activities shall be under the ultimate direction and control of the Association's Board of Directors. This Section is affiliated with the Water Environment Federation (WEF) through the Association.

3.0 MISSION STATEMENT

- 3.1 The purpose of this Section is to enhance the education and effectiveness of California's Wastewater Professionals through training, certification, and dissemination of technical information and the promotion of sound policies that benefit society through protection and enhancement of the water environment and to further the mission, aims, and objectives of the Association.

4.0 OBJECTIVES

- 4.1 Enhance the education and effectiveness of wastewater professionals through training and certification.
- 4.2 Develop and implement effective delivery mechanisms to disseminate knowledge concerning the water environment.
- 4.3 Advance the knowledge and technology in the planning, design, construction, operation and management of wastewater treatment systems and related facilities.
- 4.4 Improve the professional status of all personnel working in the wastewater industry and related fields.
- 4.5 Encourage sound policy in matters relating to the water quality control field.

- 4.6 Advance the knowledge and understanding of the water environment and its interaction with other aspects of the environment.
- 4.7 Stimulate public awareness of the importance of wastewater treatment to public health and the water environment.

5.0 MEMBERSHIP

- 5.1 Membership shall consist of members of the Association who have paid a membership fee for the SFBS Section. Membership shall be as defined in the Association's Constitution. As the Association's Constitution may be amended, relevant current articles are attached to the Section's Constitution & Bylaws as Exhibit A. Any interested person may, however, attend local-section meetings. Each Member shall have one vote.
- 5.2 Subscribers shall consist of persons who are non-members of the Association who have paid any subscription fees or otherwise registered to receive Section Publications. Subscribers shall not vote.

6.0 BOARD OF DIRECTORS

- 6.1 The affairs of the Section shall be managed by a Board of Directors, hereinafter referred to as the "Board", under such rules as the Board may determine, subject to the specific conditions of this Constitution and Bylaws.
- 6.2 The Board shall consist of elected and/or appointed officers.

7.0 OFFICERS

- 7.0 The officers of this Section shall be Past-President, President, Vice-President, Program Director, Secretary, Communications Director, and Treasurer. There will also be a Past Treasurer and Past Communications Director at times as described in the Bylaws. These officers constitute the Board of Directors.

8.0 AMENDMENTS

- 8.1 Amendments to the Constitution and/or Bylaws may be proposed to the Board by a majority of the Board, or by petition by 20% of the eligible voting members of the Section. All proposed amendments shall be referred to the Association's Membership & External Relations Board Committee for certification as to being in harmony with the Constitution and Bylaws of the Association.
- 8.2 Amendments to the Constitution and/or Bylaws may be made by a two-thirds vote of the Section's members at the next regular Section meeting following the Board meeting at which the Amendments are introduced. All such Amendments are void if disapproved by the Association.

BYLAWS

1.0 MEMBERSHIP AND SUBSCRIPTION FEES

- 1.1 Membership fees are as set by the Association, with Section fees recommended by the Northern and Southern Regional Committees.
- 1.2. Any subscription fees are as set by the Section Board.

2.0 **BOARD OF DIRECTORS AND OFFICERS**

- 2.1 The Board as denoted in the Constitution shall have full control of the affairs of the Section, subject to the wishes of the Section and in accordance with recommendations of the Association. The Board may nominate to the Northern Regional Committee, candidates for the Association and Federation Offices. The Board shall meet not less than four (4) times a year at the call of the President or a majority of the Board. All matters of decision shall be decided by a majority vote of those present, after a quorum is established.
- 2.2 **Past President:** The Past President shall perform the following duties: attend the regional committee meetings of the Association and act as one of two representatives of the Section; and chair the Section Awards Program.
- 2.3 **President:** The President shall have the following duties: exercise general supervision of the affairs of the Section, subject to the direction of the Board, and in accordance with the recommendations of the Association; attend and preside at all meetings of the Board and Section; appoint such special committees as may be required to accomplish the objectives of the Section; act as a representative of the Section to the Northern Regional Committee and attend Northern Regional Committee meetings; and prepare a quarterly report of the Section's activities for inclusion in the Association publications prior to the deadline for publication submittal.
- 2.4 **Vice President:** The Vice President shall have the following duties: assist in the performance of the President's duties and act in the absence of the President; assume the title and/or duties in the event of a vacancy in the office of President or any other Officer position, for the remainder of the current term or until the Board appoints a replacement; and coordinate the *Annual Member Appreciation* event.
- 2.5 **Program Director:** The Program Director shall perform the following duties: attend all Section and Board meetings; be responsible for the program at each of the Section and joint Section meetings and the *Volunteer Appreciation* event. Program responsibilities include organizing speakers, coordinating venue, meals, and presentation, developing flyers, managing registration and door-prizes, and any coordination with the Association.
- 2.6 **Secretary:** The Secretary shall perform the following duties: attend and record those present at all Section and Board meetings; take meeting minutes at Board meetings and prepare for distribution including sending minutes to the Association, Board, and Committees; submit to the Association any correspondence on behalf of the Board, as needed; and manage SFBS email, electronic files and photos, and records of the Board.
- 2.7 **Communications Director:** The Communications Director shall perform the following duties: manage the Section Membership List; manage communications of the Section with its members and subscribers, including marketing notifications and newsletters, website, and social media; interface with the Association to assist in promoting programs relevant to the Section; publish the Presidents' Message (when applicable); and coordinate the administration of elections for the SFBS Board of Directors.

- 2.8 **Treasurer:** The Treasurer shall perform the following duties: attend to the collection of all assessments due to the SFBS Section; ensure all legitimate claims against the Section are paid; and report the Section's financial condition at each regular Board meeting or at any other time requested by the President or Board. The Treasurer shall also prepare the Section's annual operating budget and submit this budget to the appropriate Association officer, on the date/time as designated by the Association's Executive Director. The Treasurer shall ensure the budget is approved by the Board before that date. The Treasurer shall prepare and submit all other financial reports for the Section required by the Association on a timely manner. The Treasurer shall review financial reports, check requests, and related documents prepared by members and committees to help ensure that they are accurate and appropriate.
- 2.9 **Past Treasurer:** The Past Treasurer shall help train the new Treasurer in the first year of new Treasurer's term.
- 2.10 **Past Communications Director:** The Past Communications Director shall help train the new Communications Director in the first year of new Communication Director's term.
- 2.11 Board members shall assist the President as necessary to accomplish the objectives of the Section.
- 2.12 No Officer of the Section shall incur any liability on behalf of the Section except with the approval of the Association Board. In any case, the amount shall not exceed that available in the Section Treasury.

3.0 TERMS OF OFFICE

- 3.1 The terms of office for the officers shall be one (1) year and commence with the installation of officers at the Section Annual Banquet Meeting, normally held in January or February of each year, except for the Treasurer and Communications Director. The Vice President automatically becomes the President the following year, and the President automatically becomes the Past President the following year. Similarly, the Secretary automatically becomes the Program Director, and the Program Director automatically becomes the Vice President.
- 3.2 The term of office for the Treasurer shall be four (4) years. At the end of that term, the Treasurer automatically becomes the Past Treasurer for a term of one (1) year. At the end of that term, the Past Treasurer position will remain vacant until a new Treasurer completes their four year term.
- 3.3 The term of office for the Communications Director shall be four (4) years. At the end of that term the Communications Director automatically becomes the Past Communications Director for a term of one (1) year. At the end of that term, the Past Communications Director position will remain vacant until a new Communications Director completes their four-year (4) term.

4.0 NOMINATION AND ELECTION OF OFFICERS

- 4.1 The nomination of the Secretary, Communications Director, and Treasurer shall be taken at the November regular meeting. Nominees and officers shall be Association members. The Communications Director and Treasurer position(s) will only require

reelection at the end of their four-year term.

- 4.2 The nomination of officers shall be closed and election held at the December Section meeting, or via electronic voting held prior to the next swearing-in of Officers.
- 4.4 Should any nominee for office not receive a majority of the votes cast for that office, the names of the two (2) nominees receiving the greatest number of votes shall be re-submitted immediately for consideration.
- 4.5 In the event of a vacancy, other than the President, the Board shall appoint a replacement for the balance of the term.

5.0 BOARD MEETINGS

- 5.1 A quorum of the board shall consist of majority of the eligible voting officers. The Past Treasurer and Past Communications Director are not considered voting Officers.
- 5.2 Meetings may be convened by the President or at the request of a majority of the Board.
- 5.3 Members of the Board or any committee may participate in a meeting of the Board or committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence at the meeting.
- 5.4 For voting purposes votes may be held at regular meetings, by conference calls or by electronic mail (e-mail votes must be unanimous). Records of all meetings and votes should be maintained.
- 5.5 A minimum of two weeks' notice shall be required for any meeting of the Board, unless the President declares the meeting to be of an urgent nature. Meeting notices shall be in writing, which form can include fax, or electronic email.
- 5.6 Board members are expected to attend all duly convened meetings of the Board.
- 5.7 If an Officer fails to attend at least 75% of Board meetings each year of office, or is absent from 2 consecutive meetings, the Board may declare the position vacant.
- 5.8 At the discretion of the President, the imposition of paragraph 5.7 may be waived due to extenuating circumstances. The minutes shall reflect any excused absence.

6.0 COMMITTEES

6.1 General

- a. All Committees of the Section shall be created by the Board and designated in one

of the following three categories: Standing, Ad Hoc, or Joint.

- b. Standing Committees may select their own Chairs with approval by the Board. Committee Chairs shall be selected annually. Chairs may serve more than one consecutive term. If Committees fail to select their Chairs, the President may appoint the Chairs.
- c. Ad Hoc and Joint Committee Chairs shall be appointed by the President subject to the approval by the Board.
- d. All Committees shall provide regular reports to the Board on their activities.

6.2 Standing Committees

- a. Standing Committees may be established or dissolved by the Board. The name and purpose of all Standing Committees are as described herein.
- b. The Chair of each Standing Committee shall be a member of the Association in good standing. The Chair shall have the right to attend meetings of the Board with full privilege of discussion on matters involving the work of their Committee.
- c. The following Standing Committees have been established by and are responsible to the Board.

- 1. Awards

The Awards Committee shall develop and implement the Section Awards Program to recognize outstanding achievements by Bay Section members. The committee shall interface with the Association's Awards Standing Committee and assist in promoting State level Awards program.

- 2. Collection System

The Collection Committee shall organize, develop, and implement training workshops and informational programs that promote professionalism and technical competence in the area of wastewater collection operation and maintenance; act as liaison between the Section and the Association's Collection Systems Committee; and assist in promoting programs relevant to the Committee's purpose.

- 3. Laboratory

The Laboratory Committee shall develop and implement educational programs to transfer technical and practical information among those involved in any aspect of water quality control laboratories.

The committee shall interface with the Association's Laboratory

Standing Committee and assist in promoting programs relevant to the committee's purpose.

4. Operations and Maintenance

The Operations and Maintenance Committee shall develop and implement educational programs to transfer technical and practical information among those involved in any aspect of the water quality control plant operation and maintenance.

The committee shall interface with the Association's Operations and Maintenance Committee and assist in promoting programs relevant to the committee's purpose.

5. Professional Development

The Professional Development Committee shall develop and implement educational programs to transfer technical and practical information among those involved in any aspect of the water quality control field.

6. Safety

The Safety Committee shall develop and implement educational programs to transfer technical and practical information among those involved in any aspect of the safety at water quality control facilities.

The committee shall interface with the Association's Safety Committee and assist in promoting programs relevant to the committee's purpose.

7. Students and Young Professionals

The Students and Young Professionals Committee shall provide interest in the engineering and science of the water environment for college students and young professionals, typically aged 35 years and younger.

The committee shall provide an avenue for the exchange of information and ideas through networking and mentorship between students, faculty, young professionals, and other members of the Section, Association, and the Water Environment Federation (WEF).

The committee shall promote academic excellence and leadership in environmental science and engineering.

They shall operate under a Constitution and Bylaws that is in conformance with the WEF model and has been approved by the Association.

The committee shall annually submit a written report describing the programs organized by the Chapter during the previous twelve months. This report must be submitted to the Chair of the WEF Student Activities Committee, the Association, and the Section by July 1 of each year.

The committees shall interface with the Association's Technical Certification Committee and assist in promoting programs relevant to the committee's purpose.

6.3 Ad Hoc Committees

AD Hoc Committees may be established at any time by the President to perform a specific assignment or task which usually can be completed within one (1) year.

6.4 Joint Committees

With approval of the Association Board, Committees may be formed jointly with other Sections and/or organizations.

7.0 SECTION MEETINGS

7.1 There shall be regular section meetings, a minimum of six per year, held at such time and place as is determined by the Program Director and approved by the Board. Meetings during the months of the annual Association Conference and the Northern Regional Training Conference, or for other special reasons, may be suspended under direction of the Board.

7.2 Notice of all meetings shall be sent to all members and subscribers at least two weeks in advance of the meeting date.

7.3 An annual banquet meeting of the Section shall be held for the installation of officers and presentation of awards.

8.0 FISCAL YEAR

8.1 The fiscal year of the Section shall cover the period beginning July 1 of one year through June 30 of the next year in conjunction with the fiscal year of the Association.

9.0 OPERATING PROCEDURES

9.1 The Section shall comply with all policies and procedural requirements established from time to time by the Association.

9.2 Neither the Section, its Officers, nor its members shall represent or purport to represent any official position or policy statement of the Association without prior approval of the Association Board of Directors.

9.3 All matters of decision by the Section shall be decided by majority vote of members present.

9.4 Financial Procedures

- a. All revenue and expenses of the Section and its Committees shall be in a manner that is consistent with the Mission Statement and Objectives of the Association's Constitution and Bylaws and financial procedures.
 - b. Bank account(s) maintained by the Section shall be expressly authorized by the Association Board.
 - c. The Section Board and its Committees shall prepare annual budgets.
 - d. The President and Treasurer shall routinely review all financial reporting, check request and expenditures by the Section to ensure the finances are appropriate. Committee chairs shall review all financial reporting, check requests and expenditures by their Committees to ensure the finances are appropriate.
- 9.5 The Section shall pursue activities such as meetings, seminars, conferences, publications and newsletters that would promote activities and training related to the mission of the Association.

ACCEPTANCE BY SECTION: _____ **DATE:** _____

PRESIDENT

APPROVED BY CWEA: _____ **DATE:** _____

PRESIDENT

ATTESTED: _____ **DATE:** _____

EXECUTIVE DIRECTOR