

BY-LAWS
WISCONSIN SECTION OF THE
AMERICAN WATER RESOURCES ASSOCIATION, INC.

Adopted March 7, 2002

Amended March 6, 2008

ARTICLE I - Name

Section 1. The name of the Corporation shall be the Wisconsin Section of the American Water Resources Association, Inc. ("the Section"), a nonstock corporation organized under Chapter 181 of the Wisconsin Statutes.

ARTICLE II - Territory

Section 1. The territory of the Section shall include all of the State of Wisconsin.

ARTICLE III - Location

Section 1. The headquarters of the Section shall be the address designated by the elected Secretary.

ARTICLE IV - Objectives

Section 1. The objectives of the Section shall be:

1. To provide an interdisciplinary forum for persons concerned with the conservation, development, management and utilization of water and related resources together with their environmental aspects to meet, discuss and exchange ideas.
2. To promote interdisciplinary communication between persons concerned with the conservation, development, management and utilization of water and related resources together with their environmental aspects through publications, conferences, and training sessions.

- a. To accomplish this purpose, the Section may sponsor, coordinate, and conduct interdisciplinary Annual Conferences comprised of discussion groups, forums, panels, poster sessions, technical sessions, and lectures at which members of the general public, scientists, researchers, public policy makers, professionals, governmental leaders, and private sector representatives may share information related to the conservation, development, management and utilization of water and related resources.
 - b. In its fulfillment of this purpose, the Section may cooperate with the University of Wisconsin Water Resources Institute, a Research Institute authorized by the Water Resources Research Act of 1984, 42 U.S.C. §§ 10301 et seq., and other organizations, including, but not limited to institutions within the University of Wisconsin System; state and Federal agencies; and other not for profit organizations.
3. To encourage and assist in:
- a. Inventorying the quantity, quality, and location of all waters and related resources in the State of Wisconsin.
 - b. Ascertaining the present and future needs of people for fresh and marine waters and related resources.
 - c. Seeking out and proposing alternative means and solutions to satisfy such needs.
 - d. Promoting research and technological, social, economic, and legislative advances in all aspects of water and related resources planning, utilization, management, and development.
 - e. Collecting and disseminating information, knowledge, and data concerning all aspects of water and related resources through publications, symposia, and other media.
 - f. Relating the needs of management, educational institutions, and governmental agencies for specialized services and guidance to qualified professionals and consultants in water and related resources and environmental problems.
 - g. Opening up and maintaining lines of communication between members of the Section, the American Water Resources Association, and the public.

4. To promote the rational and objective development and utilization of water resources.
5. To cooperate with Federal, State, and local agencies, private companies, and with other local sections and chapters of national organizations concerned with water resources.

ARTICLE V - Membership

Section 1. Individuals from the private, public, educational, industrial, engineering, scientific, and governmental sectors of Wisconsin and other states, who have expressed a desire to participate as members in the Section and the furtherance of its objectives, are eligible for membership.

Section 2. There shall be only one class of membership and membership shall be conferred upon payment of annual dues.

Section 3. Membership in the American Water Resources Association is not required for membership in the Section. Any member of the American Water Resources Association is entitled to attend the meetings of the Section and upon payment of dues shall become a member.

Section 4. Annual dues will be collected as part of the registration fee for the annual meeting, as a requirement for continuing membership. The Board of Directors, at any of its meetings, may set dues by a favorable vote of at least two-thirds of those present. Dues may also be paid separately on a calendar year basis.

Section 5. All members of the Section are eligible to vote, hold office, serve on committees, and act on any business that comes before the Section at the annual or special meetings.

ARTICLE VI - Officers

Section 1. The officers of the Section shall be President, President-Elect, Vice President, Secretary, and Treasurer.

Section 2. The President shall preside at meetings, shall, in consultation with the Board of Directors, appoint all committees, and shall perform all other duties incident to the office. The President shall prepare, in collaboration with the Secretary and Treasurer, an annual report of the Section's activities to be presented to the annual meeting of the

Section and to be forwarded by the Secretary to the President of the American Water Resources Association.

Section 3. The President-Elect shall perform the duties of the President when the latter is absent and shall succeed to the office of President in the following year.

Section 4. The Vice-President shall perform the duties of President Elect when the latter is absent.

Section 5. The Secretary shall keep the minutes of the Section's meetings, shall issue notices of meeting, and shall perform all other duties incident to the office.

Section 6. The Treasurer shall be responsible for all funds of the Section and the dues of the American Water Resources Association as agreed to between the Board of Directors and the American Water Resources Association. The Treasurer's accounts shall be audited at the close of each year as directed by the President. The Treasurer shall prepare an annual report and financial statement for presentation at the annual meeting.

Section 7. The Officers of the Section shall serve for one year, except for the Secretary and Treasurer who shall serve two years, and may, with the exception of the President and President-Elect, succeed themselves. Their terms of office shall commence on the first day of the month following their election, and terminate upon the commencement of the terms of their successors.

Section 8. Officers shall be selected from the membership of the Section and must reside within the territorial boundaries of the Section. Officers must be members of the American Water Resources Association.

Section 9. Officers shall be nominated by a Nominating Committee, which shall be appointed by the President, Past President, and President-Elect. In addition, nominations may be submitted by written petition signed by not less than 25 members of the Section in good standing, or 20 percent of the number of Section members as of the immediately preceding January 1, whichever is smaller, and be delivered to the Secretary of the Section at least 60 days prior to the election. A candidate must receive a plurality of the votes cast. The election shall be held no later than August 1. Balloting may be conducted in a special meeting or by mail, as determined by the President.

Section 10. In the event an office is vacated either voluntarily or by action of the Board of Directors, as described in Article VII, Section 4, the Board of Directors shall appoint someone to fill out the unexpired term.

ARTICLE VII - Board of Directors

Section 1. The Board of Directors shall be the Officers, the immediate Past President, and two Directors-at-Large.

Section 2. Directors-at-Large shall be members of the American Water Resources Association and will serve 2-year, staggered terms.

Section 3. The Board of Directors shall manage the affairs of the Section including administration, program development and supervision of financial affairs. They shall meet at least twice annually.

Section 4. In the event a vacancy develops in the Board of Directors, the remaining members of the Board shall be authorized to appoint someone to fill the vacancy for the unexpired term.

Section 5. Members of the Board of Directors must reside within the territorial boundaries of the Section.

Section 6. In order for the Corporation to obtain and retain qualified Directors and officers, the Corporation shall indemnify such Directors and officers to the fullest extent provided by law and, without intending to limit the foregoing, these bylaws incorporate by reference the indemnification provisions applicable to directors and officers set forth in sections 181.0871 et. seq., Wis. Stats., as such sections may be amended, superseded or renumbered from time to time.

ARTICLE VIII - Committees

Section 1. The Nominating Committee shall be formed each year as specified in Article VI, above.

Section 2. The following standing committees shall be appointed each year by the President of the Section with the approval of the Board of Directors of the Section. The duties of these committees shall be as indicated.

- a. Auditing Committee - to audit the accounts of the Treasurer of the Section.

- b. Tellers Committee - to count and report the results of all Section balloting.

Section 3. The following standing committees may be appointed each year by the President of the Section with the approval of the Board of Directors.

- a. Membership Committee - to promote the Section and the American Water Resources Association and to recruit new members.
- b. Program Committee - to recommend time and place and to make arrangements for all meetings of the Section.
- c. Publication Committee - to prepare a regular newsletter informing members of the Section of the activities of the Section and to furnish news, both personal and professional, of interest to the members of the Section.
- d. Others deemed appropriate by the President and the Board of Directors.

Section 4. Special committees shall serve until their duties are accomplished, but may be dissolved upon a majority vote at any Section meeting. Members of standing committees shall serve until the annual meetings and shall be eligible for reappointment. The Board of Directors shall determine the committees to be appointed and recommend the scope of their functions.

Section 5. No committee shall expend funds of the Section unless authorized by the Board of Directors.

ARTICLE IX - Meetings

Section 1. There shall be an annual business meeting of the Section to be held between the months of January and May each year. The Secretary shall notify the Section's membership by letter or in the Section Newsletter, of the exact date and place (the Board of Directors will determine the time and place of the annual meeting) at least 30 days in advance of the annual or other meeting. Special meetings shall be called by the President upon written petition of not less than 25 Section members, or 20 percent of the number of members of the Section as of the immediately preceding January 1, whichever is smaller, or may be called when, in the opinion of the President, there is business which should be brought before the membership for action prior to the next regular meeting.

At least 15 days advance notice must be given of any special meetings.

Section 2. Any business which may properly come before the Section membership may be discussed and acted upon at the annual or other meeting. Only that business may be discussed or acted upon at a special meeting which has been announced by written notice sent by the Secretary or announced in the Section Newsletter to the members at least 15 days in advance of such special meeting.

Section 3. A quorum at any Section meeting shall consist of 25 members present in good standing, or 20 percent of the number of members as of the immediately preceding January 1, whichever is smaller.

Section 4. The order of business and all parliamentary procedure at any meeting shall be in accordance with Robert's Rules of Order, except where this may conflict with these BY-LAWS of the Section or the By-Laws of the American Water Resources Association.

Section 5. An Annual Conference, to deal with water resources science, technology and policy, may be held concurrent with the Annual Business Meeting. Symposia also may be held at the Annual Conference, under either the Section sponsorship or jointly with other organizations, to deal with specific scientific or technical water resources issues.

ARTICLE X - Funds

Section 1. The funds of the Section shall be the responsibility of the Section Treasurer. Funds shall be deposited to the credit of the Section in a bank approved by the Board of Directors.

ARTICLE XI - Dissolution

Section 1. This Section may be dissolved by two-thirds vote of all the Members of the Section through mail balloting; or by the Board of Directors of the American Water Resources Association for just cause or if the Section becomes inactive.

Section 2. If dissolution is favorably acted upon, all just debts shall be paid out of the funds of the Section. All remaining monies, and other assets shall be transferred to the American Water Resources Association. All records, correspondence and other papers shall be forwarded to the

President of the American Water Resources Association for filing or disposal by that Association.

ARTICLE XII - Amendment

Section 1. These BY-LAWS may be amended by a majority vote of members present at any annual or general meeting, or at any special meeting called for this purpose, provided that in every case a quorum as specified in Article IX, above is present, and written notice of the proposed amendment is sent to each Section member as previously provided at the time notice of the date of the meeting is announced.