

BYLAWS
of the
Los Angeles Chapter of the WaterReuse Association

(Adopted October 17, 2014)

ARTICLE I

ORIGIN

This organization was formed in 1991 by various agencies in Los Angeles County to address common issues regarding the advancement of water recycling in the region.

ARTICLE II

NAME AND LOCATION

The name of this organization shall be the Los Angeles Chapter of the WaterReuse Association, commonly known as the Chapter. The Chapter shall serve as the greater Los Angeles region chapter of the California Section of the WaterReuse Association, herein referred to as the California Section. The offices of the Chapter shall be located at the address of the President, Secretary/Treasurer or in such other locality as may be determined by the Executive Committee.

ARTICLE III

OBJECTIVES

The mission of the Chapter is to increase the amount of safe beneficial uses of recycled water in and around the Los Angeles region. Its objectives shall be to promote water reclamation and recycling as a sustainable supplemental source of water for the State; to work for the adoption of legislation and regulations that allow the safe use of recycled water; to facilitate the development of technology aimed at improving water recycling; to promote legislation that would increase funding for water recycling projects; to provide mutual assistance and support between and amongst the Chapter Members involved with water recycling projects; and to increase public awareness and understanding of related water problems and solutions.

ARTICLE IV

MEMBERSHIP

SECTION 1. Qualifications

Membership in the Chapter shall be open to any person or organization located in the Los Angeles Region or conducting work regularly in the Los Angeles Region and are interested in promoting the objectives of the Chapter, subject to the provisions of these Bylaws.

SECTION 2. Categories of Membership

The Membership of the Chapter shall be in four categories:

A. AGENCIES & WATER SUPPLIERS

Public agencies and investor-owned water companies organized under the laws of the State of California, including departments of California municipalities that have an interest in the objectives and purposes of the organization and are engaged in or empowered to engage in (1) reclamation and recycling of water, (2) employment of desalination or other advanced water treatment processes in public water supply, (3) conjunctive development, management and use of surface and groundwaters, (4) conjoined management of water supply and water quality, and/or (5) disposal of municipal wastewater, whether or not such waters are to be reused.

B. CONSULTANTS

Consultants who are involved in the planning, development, engineering, construction, management or other activity associated with water recycling.

C. GOVERNMENT AGENCIES AND REGULATORS

Agencies of local, state or federal governments that, while not involved in performing water recycling activities directly, are involved with water supply management and/or regulation of recycled water use.

D. ENVIRONMENTAL GROUPS

Groups devoted to the protection and enhancement of natural resources.

SECTION 3. Admission of Members

Any applicant that qualifies under Section 2 shall be accepted as a Member, provided that the applicant or their agency/company is also a member of the California Section.

SECTION 4. Rights of Membership

All members shall have admittance to all the Chapter meetings and functions and access to all documents, reports, white papers and other such information as might be produced as a result of the Chapter activities. Only Members that are current dues paying members of the WaterReuse Association are eligible to vote and qualified to hold elected offices or positions in the Chapter.

ARTICLE V

DUES AND ASSESSMENTS

SECTION 1. Establishment of Dues

At the time that the Chapter is being formally organized, no dues are required of its Members. If at some point in the future the institution of dues becomes a necessity, as determined by the Executive Committee, then a vote on the institution of a dues structure shall be made by the Members.

SECTION 2. Special Project Assessments

The Executive Committee shall provide for a voluntary system of assessments on the Members to fund special projects, as needed. If insufficient assessments are collected to carry out any such project, the project shall be abandoned and unused assessments collected returned in proportion to the contributing Members.

ARTICLE VI

MEETINGS OF ORGANIZATION AND VOTING

SECTION 1. Regular Meetings

Meetings of the Chapter's members are to be scheduled on the second Tuesday of every even numbered month (February, April, June, August, October and December). The location of the regular meetings shall be determined by the Member serving as the "host agency" for that particular meeting. The agenda and the organization of the meeting shall be the responsibility of the Meeting Committee, which shall be led by the Vice-President and shall consist of the host agency representative and the Secretary/Treasurer. These members of the Meeting Committee may, at their discretion, name or invite other members of the Chapter to serve on this committee. The Chapter encourages all to attend the meetings regardless of Membership status.

SECTION 2. Notice of Meetings

Notice of any meeting of the Chapter shall be given to the last known e-mail address of each Member no less than seven (7) days before the date of the meeting. Notice of the meeting shall be given by electronic mail.

SECTION 3. Voting

At all meetings of the Chapter, each voting eligible Member shall have one vote each cast by its designated primary representative or alternate.

Unless otherwise specifically provided by these Bylaws, a majority vote of those voting eligible Members present and voting shall govern.

SECTION 4. Quorum of Members

At any meeting of Members, a quorum shall consist of twenty-five percent (25%) of the then current number of voting eligible Members, which is to be verified by the Secretary prior to any vote.

SECTION 5. Cancellation of Meetings

The Meeting Committee may cancel, postpone, reschedule or relocate any regular meeting for cause upon notice to Members seven (7) days prior to said regular meeting.

ARTICLE VII

EXECUTIVE COMMITTEE

SECTION 1. Authority and Responsibility

The administrating body of the Chapter shall be the Executive Committee. The Executive Committee shall

have the supervision, control and direction of the affairs of the Chapter, its subcommittees and publications, if any; shall determine its policies or changes therein; shall actively pursue its objectives; and supervise the disbursement of its funds.

Toward this end, the Executive Committee will perform at least the following in the execution of its responsibility to lead the chapter:

- Provide a slate of nominees for officers to the Members at least thirty (30) days prior to officer elections,
- Meet with the chapter officers at the beginning of the calendar year to review and establish goals for the chapter during the upcoming calendar year, and
- Review the annual report prior to issuance to the California Section at the beginning of each year for modification and/or approval.

The Executive Committee shall establish coordination of all investigations, studies and research to be conducted by the Chapter or to be sponsored by it. Investigation studies and research may be proposed by any Member and all such proposals shall be duly considered by the Executive Committee. The Executive Committee may adopt rules and regulations for the conduct of its business as deemed advisable and may, in execution of the powers granted, delegate certain aspects of its authority and responsibility to a subcommittee.

SECTION 2. Composition

The Executive Committee shall be composed of representatives of the following original Members of the Chapter:

1. Castaic Lake Water Agency
2. Central Basin Municipal Water District
3. City of Burbank
4. City of Glendale
5. City of Long Beach Water Department
6. City of Los Angeles Department of Water and Power
7. Las Virgenes Municipal Water District
8. Metropolitan Water District of Southern California
9. Sanitation Districts of Los Angeles County
10. Water Replenishment District of Southern California
11. West Basin Municipal Water District

In addition to the aforementioned agencies, the currently serving Officers of the Chapter shall also be members of the Executive Committee.

To remain in good standing as members of the Executive Committee, member agencies must be dues paying members of the State and National Water Reuse Association, attend at least three of the chapter's bimonthly meetings during any twelve-month period, and attend the majority of the Executive Committee Meetings during any twelve-month period. Should a member agency fail to meet the requirements for the Executive Committee, they shall be placed on probation status for one year to allow them to meet the requirements. After the probationary period, if the agency is still not able to meet the requirements, they shall be removed from the Executive Committee. Should an agency removed from the Executive Committee in this manner wish to reapply for Executive Committee membership, they may be reinstated by a majority vote of the Executive Committee. Agencies may opt out of participation in the Executive Committee through a written notification to the Chapter Secretary who will notify the members of the Executive Committee. Agencies may be added to the Executive Committee through a majority vote of the Executive Committee.

SECTION 3. Meetings

Regular meetings of the Executive Committee shall be scheduled to meet the Authority and Responsibility in Section 1.

Special meetings of the Executive Committee may be requested by any member of the Executive Committee at any time by forwarding a request to the President. Special meetings of the Executive Committee shall be called by the President within ten (10) days after approval by the majority of the Executive Committee. All meetings for the Executive Committee shall be open to all Members.

SECTION 4. Notice of Meetings

Notice of any meeting of the Executive Committee shall be given by electronic mail to each Member of the Executive Committee not less than seven (7) days before the date set for the meeting. Business to be transacted at any meeting shall be stated in the notice thereof and no other business may be considered at that time, unless added to the agenda by a two-thirds (2/3) vote of the Executive Committee present and voting.

SECTION 5. Quorum

A majority of the current number of Executive Committee Members shall constitute a quorum.

SECTION 6. Minutes

Minutes of the meetings of the Executive Committee shall be kept by the Secretary/Treasurer and distributed to the Members.

ARTICLE VIII

OFFICERS

SECTION 1. Officers

The Officers of the Chapter shall be a President, Vice-President, Secretary/Treasurer, Chapter Trustee and Past-President.

SECTION 2. Nominations

The Executive Committee shall present to the Members at least thirty (30) days before the last regular meeting of the calendar year, at least one qualified candidate for nomination for the offices of president, vice-president, and secretary/treasurer and the Chapter Trustee. Additional nominations may be made by any Member from the floor. Any qualified representative of a Member in good standing shall be eligible for nomination and election or reelection as an officer of the Chapter.

SECTION 3. Election

Officers of the Chapter shall be elected by the voting eligible Members at the final calendar year regular

meeting of the Chapter. The nominee receiving a plurality of votes for a given office shall be elected.

SECTION 4. Terms of Office and Positions

Each Officer shall take office immediately upon installation and shall serve for a term of two (2) years, unless the office is vacated sooner, or until their successor is duly elected and assumes the prospective office.

SECTION 5. Removal

Any or all Officers may be removed from office for cause by the vote of two-thirds (2/3) of the Members at any regular meeting of the Chapter. If any or all of the Officers are so removed, new Officers shall be elected at the same regular meeting, and they shall hold office for the remainder of the term of the removed Officers. If new Officers are not elected at such regular meeting, the vacancy or vacancies shall be filled by the Executive Committee as provided in these Bylaws.

The Chapter Trustee may be removed from this position for cause by the vote of two-thirds (2/3) of the Members at any regular meeting of the Chapter. If the Chapter Trustee is so removed, a new Chapter Trustee shall be elected at the same regular meeting, and they shall hold the position for the remainder of the term of the removed Chapter Trustee. If the new Chapter Trustee is not elected at such regular meeting, the vacancy shall be filled by the Executive Committee as provided in these Bylaws.

SECTION 6. Vacancies

In the event of resignation of an Officer, a special election shall be held at the next regular meeting following the resignation to fill the vacancy. The term of office shall be from the date of the special election until the following year-end regular election.

In the event of resignation of the Chapter Trustee, a special election shall be held at the next regular meeting following the resignation to fill the vacancy. The term of the position shall be from the date of the special election until the remainder of the term.

ARTICLE IX

DUTIES OF OFFICERS AND ELECTED POSITIONS

SECTION 1. President

The President shall preside over all the meetings of the Chapter and meetings of the Executive Committee. The President shall make all required appointments of standing and special committees and chairs thereof with the approval of the Executive Committee. At the regular meetings of the Chapter and at such other times as the President shall deem proper, the President shall communicate to the Members such matters and make such suggestions as may in the President's opinion, tend to promote the welfare and increase the usefulness of the Chapter. The President shall perform such other duties as are necessarily incident to the Office of President or as may be prescribed by the Executive Committee.

SECTION 2. Vice-President

The Vice-President shall act for the President when the President is absent or incapacitated. The Vice-

President shall also serve as the chair of the Meeting Committee. The Vice-President's duties shall be as delegated by the Executive Committee.

SECTION 3. Secretary/Treasurer

The Secretary portion of this office consists of the following duties:

1. shall be in charge of the historical files and documents of the Chapter, including these Bylaws;
2. shall serve on the Meeting Committee and shall be responsible for the notice of meetings to Members;
3. shall prepare the Agenda and Minutes of the regular meetings;
4. shall see to the proper recording of proceedings of meetings of the Chapter and all committees;
5. shall carry into execution all orders, votes and resolutions;
6. shall see that accurate records are kept of all Members, including current names, addresses and phone numbers;
7. shall provide all Members with a current membership directory;
8. shall maintain a list of all committees;
9. shall handle all of the Chapter's official correspondence;
10. shall create the annual report of Chapter activities for distribution to the Section; and
11. shall deliver to their successor, at the expiration of the their term of office, all documents and other property in their charge or, in the absence of a successor, shall deliver such properties to the President.

It shall be the responsibility of all Members and committees to see that the Secretary/Treasurer receives the original or copies of all the Chapter work products for retention in the Chapter files.

Although not currently applicable, the Treasurer portion of this office, if needed, consists of the following duties:

1. shall collect all dues and special project assessments of Members;
2. shall have established proper accounting procedures for the handling of the Chapter's funds in the appropriate banks, trust companies and investments and shall disburse funds as approved by the Executive Committee;
3. shall report on the financial condition of the Chapter at the last regular meeting of the calendar year and at all meetings of the Executive Committee; and
4. shall deliver to their successor, at the expiration of the their term of office, all books, money and other property in their charge or, in the absence of a successor, shall deliver such properties to the President.

SECTION 4. Chapter Trustee

The Chapter Trustee shall represent the Chapter on the California Section Board of Trustees and shall endeavor to attend, at the Chapter Trustee's expense, all appropriate meetings of the California Section in such capacity. The Chapter Secretary shall notify the Secretary of the California Section of any newly elected Chapter Trustee within 5 days of their election. The Chapter Trustee shall also create and deliver an annual report to the California Section no later than thirty (30) days prior to the opening session of the California Section annual meeting. The Chapter Trustee shall also regularly report to the Members at Chapter meetings on California Section news, information, and other pertinent items.

SECTION 5. Past President

The Past President portion of this office consists of the following duties:

1. Attends Chapter Officer Meetings.
2. Provides suggestions, opinions and guidance as appropriate or requested to the President, Vice President, Secretary and Chapter Trustee.

3. Attends special meetings as requested by the President.
4. Undertakes special activities or projects as requested by the President.
5. Coordinates monthly with the newsletter committee on content needed for the upcoming issue of the Newsletter.
6. Makes necessary contact with appropriate individuals to obtain needed materials, articles, etc. to support the completion of the newsletter.
7. Supports the Secretary with communication between the Chapter Officers/members and the Executive Committee.

ARTICLE X

THE CHAPTER AS A LOCAL CHAPTER OF THE CALIFORNIA SECTION

SECTION 1. Creation

The Chapter, with approval from the Executive Committee, may enter into a memorandum of understanding (MOU) with the California Section to exchange information and address matters of regional/local interest.

SECTION 2. Reports

The Chapter shall periodically inform and advise the California Section of important regional issues through the Chapter Trustee or through organization meeting minutes or other reports as appropriate. Annually the Chapter shall file a report to the California Section discussing membership, revenue (if applicable), expenses (if applicable), major activities, and accomplishments during the year. To assist in this process, the Chapter Trustee will act as the liaison to the California Section Board of Trustees. The Officers, Executive Committee and Members of the Chapter will review, propose and advise of legislation that would further the goals of the California Section and of the Chapter.

ARTICLE XI

ADOPTION AND AMENDMENTS

SECTION 1. Statutory Requirements

These Bylaws may be adopted, amended or repealed by the written consent of two-thirds (2/3) of the Members or by the vote of two-thirds (2/3) of the Members present at a meeting of Members duly called for the purpose according to these Bylaws.

SECTION 2. Procedures

Amendments to the Bylaws may be proposed by any Member in good standing. All amendments proposed for action at any meeting shall be circulated to the Members at least thirty (30) days prior to that meeting. The affirmative vote, as per Section 1 of this Article, shall be required for adoption of each amendment.

ARTICLE XII

DISSOLUTION

Upon the dissolution of the Chapter, after paying or adequately providing for the debts and obligations of the Chapter, the Officer, the Executive Committee or persons in charge of the liquidation shall divide any remaining assets among the Members in accordance with their respective rights therein, or if the same cannot be determined, by agreement of the Members or, failing agreement, as required by law.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the present acting Secretary/Treasurer of the Los Angeles Chapter of the WaterReuse Association, and the above Bylaws consisting of nine (9) pages were adopted by the Members of the Chapter, in accordance with Section 1 of Article IX on October 17, 2014.

A handwritten signature in black ink, appearing to read "J. Smith", written over a horizontal line.

Secretary/Treasurer

October 17, 2014

Date