

# **Bylaws of the Orange County Chapter of WaterReuse California, a Section of the WaterReuse Association**

Approved July 28, 2009

## **Article I - Name**

- 1.1 The name of this organization shall be the Orange County Chapter (hereinafter "Chapter") of WaterReuse California, a Section of the WaterReuse Association, hereinafter referred to as "WaterReuse California." The WaterReuse Association shall hereinafter be referred to as the "Association."

## **Article II - Objectives**

- 2.1 The primary objectives of the Chapter are to:
  - Work collaboratively amongst the membership on issues of common interest including increasing the amount of recycled water used in the region which will help reduce the regions reliance on imported water;
  - Promote the safe introduction and use of recycled water through the education of users and non-users by demonstrating its value to the region and by showing how it is a safe and reliable supply of non-potable water;
  - Share and disseminate information among the membership so they are current on issues and able to provide input on topics of interest;
  - Discuss and provide input on legislative and regulatory issues that effect our agencies, the region and the State;
  - Facilitate the development of technology aimed at improving water recycling;
  - Work on projects of shared interest that can increase the use of recycled water and/or make the education and training aspects of our programs more efficient and effective; and
  - Increase public awareness and understanding of related water problems and solutions.

## **Article III - Headquarters and Operation**

- 3.1 The headquarters of the Chapter shall be at the office of the Chapter President unless otherwise designated by Executive Committee.
- 3.2 All matters pertaining to the operation of the Chapter shall be in accordance with the applicable provisions of the Bylaws of the Chapter.
- 3.3 The geographic boundaries of the Chapter are defined as Orange County, California.
- 3.4 Regular meetings of the Chapter will be held at 9:00 am on the third Thursday of every even numbered month (February, April, June, August, October and December).

- 3.5 The location of the meetings will rotate among “hosts” so as to allow participants to learn more about other agencies and companies.

#### **Article IV - Membership**

- 4.1 Membership of the Chapter shall consist of those members of the Association residing in or having business activity in Orange County, California. If changes are made to the membership provisions of the Association's bylaws, then the Chapter shall amend these bylaws to refer to such provisions, as amended.
- 4.2 Non-members are encouraged to come to the Chapter meetings but are not allowed to vote or hold office.

#### **Article V - Eligibility to Vote**

- 5.1 All members of the Association in good standing are eligible to vote through their designated representatives.

#### **Article VI – Officers and Duties**

- 6.1 The Officers of the Chapter shall be the President, Vice-President, Immediate Past President, Secretary/Treasurer and the Chapter Trustee.
- 6.2 Eligibility to Serve as Officers:
- 6.2.1 Any member that is eligible to vote, as defined in Article V, shall be eligible to be an Officer.
- 6.2.2 Two (2) or more Offices may not be held by the same individual at the same time unless there is no interest expressed and the Office would otherwise be vacant in which case an individual may hold up to two (2) offices simultaneously.
- 6.2.3 A member organization may only hold one Office at any one time unless there is a vacancy as described in Section 6.2.2.
- 6.3 Terms of the Officers:
- 6.3.1 The term of office for each Officer shall be one (1) calendar year.
- 6.3.2 There is no limit to the number of terms someone can serve as an Officer or in a particular office.
- 6.3.3 Upon election of a new President, the outgoing President will automatically succeed to the position of Immediate Past President.
- 6.4 Vacancies:

- 6.4.1 In the event any vacancy of an Office occurs, at the next regular meeting a successor shall be elected by the Membership to fill the vacancy for the balance of the current term.
- 6.5 Nomination and Election of Officers:
  - 6.5.1 At the October meeting each year, the President will call for nominations for each Office.
  - 6.5.2 At the December meeting each year, elections will be held for each Office position. The newly elected Officers take their elected positions on January 1 of the following year.
- 6.6 Duties of the Officers:
  - 6.6.1 The President shall have general supervisory authority over the affairs of the Chapter and shall preside over all meetings of the Chapter and the Executive Committee at which he/she is present. In the event the Chapter Trustee is unable to perform his/her duties (e.g. unable to participate in a State Board meeting), the President may appoint an alternate Chapter Trustee.
  - 6.6.2 The Vice-President shall perform the duties of the President in his/her absence together with such duties as may be assigned by the President.
  - 6.6.3 The Secretary/Treasurer shall prepare the agenda for and attend all meetings, record and distribute the proceedings of such meetings, maintain records of the Chapter, present a report for each calendar year at the annual meeting, maintain a complete record of all activities and transactions, and ensure the preparation of and file all forms required by the Association and perform such other duties as may be assigned by the President. After the election of Chapter Officers held in December, the Secretary/Treasurer shall notify the Secretary/Treasurer of WateReuse California as to the specific individuals that will serve as Chapter Officers during the following calendar year.
  - 6.6.4 The Immediate Past President shall assist with the transition of the administration and advise the President on matters of interest to the Chapter.
  - 6.6.5 The Chapter Trustee shall represent the Chapter on the Board of Trustees of WateReuse California and shall endeavor to attend, at the Chapter Trustee's expense, all appropriate meetings of WateReuse California in such capacity.

## **Article VII – Executive Committee**

- 7.1 The Executive Committee shall be comprised of the:
  - 7.1.1 President;
  - 7.1.2 Vice-President;

- 7.1.3 Immediate Past President;
  - 7.1.4 Secretary/Treasurer; and
  - 7.1.5 Chapter Trustee
- 7.2 The Executive Committee shall be the governing body of the Chapter and shall have the power to act for and on behalf of the Chapter between meetings. All questions coming before the Executive Committee shall be decided by a majority vote of the Executive Committee and shall constitute a quorum. The Executive Committee may exercise the above-described functions either in session at duly-called meetings, conference calls, by letter ballot or by e-mail ballot.
- 7.3 The President may call for a meeting of the Executive Committee. Notice shall be provided to each member of the Executive Committee at least seven (7) days prior to the meeting. Unless circumstances dictate otherwise, the Executive Committee meeting will be held immediately prior to a regularly scheduled meeting of the Chapter.
- 7.4 Each member of the Executive Committee shall have one (1) vote.

#### **Article VIII – Other Committees**

- 8.1 The President may form a local ad-hoc committee to perform duties as assigned.
- 8.2 The President may nominate members to other WaterReuse California committees as necessary. Nominees must be members of WaterReuse.

#### **Article IX – Adoption and Amendments**

- 9.1 These bylaws may be adopted, amended or repealed by the written or e-mail ballot 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.
- 9.2 Amendments to the Bylaws may be proposed by any Member, or by the Executive Committee. All amendments proposed for consideration at any meeting shall be circulated to the Members at least thirty (30) days prior to that meeting. The affirmative vote, as per Paragraph 9.1 of this Article, shall be required for adoption of each amendment.

#### **Article X – Dissolution**

- 10.1 Upon the dissolution of Chapter, the Executive Committee or persons in charge of the liquidation shall divide any 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 of the Orange County Chapter of WateReuse California, a Section of the WateReuse Association, and the above Bylaws consisting of five (5) pages were adopted by the Members of the Chapter, in accordance with Article IX of these Bylaws on July 28, 2009.

  
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Secretary

7-30-2009  
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Date