

INDUSTRIAL WATER, WASTE & SEWAGE GROUP

BY-LAWS

(Amended May 18, 1994)
(Amended September 17, 2003)
(Amended May 18, 2016)

ARTICLE I: NAME

Name: The name of this organization shall be the “Industrial Water, Waste, and Sewage Group”, abbreviated as “IWWSG”.

ARTICLE II: PURPOSE

Section 1: Purpose: The purpose of the IWWSG shall be:

- (a.) To create and provide a networking and educational forum for its members regarding environmental issues.
- (b.) To take such actions as will be in the best interest of the general membership.

Section 2: Limitation on Activities: The IWWSG shall not engage in carrying on any propaganda or intervene or participate in any political campaign or any political party, issue or cause.

ARTICLE III: OFFICE

Registered Office: The IWWSG shall have and continuously maintain its not-for-profit status in the state of Illinois. IWWSG’s office will be the address of the Treasurer or other address as determined by the Steering Committee.

ARTICLE IV: MEMBERSHIP AND DUES

Section 1: Classes of Members: The IWWSG shall have three (3) classes of members. No member may belong to more than one class at any one time. Each of said class of members shall have full power to vote.

- (a.) **Individual Membership:** Any individual shall be eligible for such membership upon payment of annual dues. Company member benefits do not apply.
- (b.) **Company Membership:** Any company, corporation, partnership, or association shall be eligible for such membership upon payment of annual dues, provided that such membership shall include only employees of such member.

- (c.) **Honorary Membership:** Any governmental regulatory agency shall be considered an Honorary Member and no dues shall be required, provided that such membership shall include only employees of such member. Any recipient of IWWSG's Distinguished Environmental Professional Award shall also be considered an Honorary Member and no dues shall be required, provided that such membership shall apply only to the recipient.

Section 2: Dues: Dues shall be established by the Steering Committee not more often than once per year.

Article V: MEETINGS OF MEMBERS

Section 1: Regular Meetings: Regular meetings shall be held in the months of September, November, January and March, or as scheduled by the Chair of the Steering Committee.

Section 2: Special Meetings: Special Meetings, including collaborative meetings with other professional organizations, may be called by the Chair of the Steering Committee as deemed advisable.

Section 3: Annual Meeting: The Annual Meeting shall be held in the month of May.

Section 4: Notice of Meetings: Electronic or printed notice stating the place, date, hour and purpose of any meeting of members, including the Annual Meeting, shall be delivered at least seven (7) days before the date of such meeting.

Section 5: Quorum: The members present at any meeting shall constitute a quorum.

ARTICLE VI: STEERING COMMITTEE

Section 1: Member: The membership of the Steering Committee shall be eleven (11) elected members consisting of the Chair, Vice Chair, Recording Secretary, Treasurer, and seven (7) additional persons, provided that no company member or governmental agency shall have more than two members on the Committee. In addition to the (11) elected members, the previous Past Chair shall be a member of the Steering Committee until replaced.

Section 2: General Powers: The Steering Committee shall manage the affairs and activities of the Group.

Section 3: Vacancies: Any vacancy occurring on the Steering Committee or of an office shall be filled by the majority vote of the Committee.

ARTICLE VII: BUSINESS OF THE STEERING COMMITTEE

Section 1: Annual Meeting: The Annual Meeting of the Steering Committee shall be held not more than sixty (60) days after the Annual Meeting of members.

Section 2: Special Meetings: Special Meetings of the Steering Committee may be called by or at the request of the Chair or any three (3) members of the Steering Committee.

Section 3: Notice: Notice of any meeting of the Steering Committee shall be given at least five (5) days prior thereto by telephone, or by regular or electronic mail.

Section 4: Quorum: Six (6) of the members of the Steering Committee shall constitute a quorum for the transaction of business.

Section 5: Standard Operating Procedures (SOPs): It is the responsibility of the Steering Committee to appoint Sub-Committees to develop SOPs for any specific task associated with the Group's business/activities, as deemed appropriate by the Steering Committee. Such tasks may include coordinating the annual Distinguished Environmental Professional Award process and developing/maintaining a detailed listing of the responsibilities of Officers, Steering Committee Members and Volunteers. All SOPs must be approved by the Steering Committee.

Section 6: Creation of Vacancy: Absence from two (2) consecutive Steering Committee meetings by any member of the Steering Committee may be grounds for the Committee to declare the position vacant, if deemed appropriate.

ARTICLE VIII: OFFICERS

Officers: The officers of IWWSG shall be Chair, Vice Chair, Recording Secretary, and Treasurer.

ARTICLE IX: NOMINATIONS AND ELECTIONS

Section 1: Nominating Committee: The Nominating Committee shall be composed of three (3) members consisting of the past Chair and two (2) members at large, to be appointed by the Steering Committee in the month of January.

Section 2: Nominations: The Nominating Committee shall deliver its slate of officers and members of the Steering Committee to the Recording Secretary at or before the March meeting of members, to be reported at such meeting. All nominees must be IWWSG members in good standing.

Section 3: Nominations by Members: Additional nominations may be made in writing by not less than ten (10) members, provided such nominations are filed with the Recording Secretary not less than thirty (30) days prior to the Annual Meeting of members. No more than two (2) of the members making such a nomination shall be employed by the same member firm.

Section 4: Elections: Voting for IWWSG officers and members of the Steering Committee for a term of one (1) year shall be conducted at their Annual Meeting by voice vote, show of hands, or written ballot at the option of the Chair.

ARTICLE X: OTHER COMMITTEES

Section 1: Standing Committees: The Standing Committees shall be:

- (a.) Program
- (b.) Nominating
- (c.) Membership

Section 2: Additional Committees: Additional Committees shall be appointed by the Chair, as he/she deems proper.

ARTICLE XI: CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1: Contracts: The Steering Committee may authorize any officer or officers to enter into any appropriate contract or execute and deliver any instrument in the name of and on behalf of the IWWSG.

Section 2: Checks, Drafts, Etc.: All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the IWWSG shall be signed by the Treasurer or Chair.

Section 3: Deposits: All funds of the IWWSG shall be deposited from time to time to the credit of IWWSG in such banks as the Treasurer may select.

ARTICLE XII: BOOKS AND RECORDS

Books and Records: The Group shall keep accurate and complete books and records of accounts and shall also keep minutes of the proceedings of its Steering Committee meetings, and shall keep at the registered or principal office a record of the names and addresses of the members. This record of member names, addresses & phone numbers is confidential and the property of IWWSG. In the spirit of the purpose of IWWSG, distribution of this list is strictly prohibited. However, upon request, all other books and records of the IWWSG may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time. Also, upon request, a listing (name & affiliation only) of meeting attendees will be provided to any member attending the meeting.

ARTICLE XIII: FISCAL YEAR

Fiscal year: The Fiscal Year of the Group shall end on the last day of May of each year, or such other day as required by law.

ARTICLE XIV: AMENDMENTS TO BY-LAWS

Amendments to By-Laws: Any member of record may propose an amendment to the By-Laws by filing the same with the Recording Secretary. The Secretary shall cause a draft of the proposed amendment to be transmitted in writing to the members of record not less than ten (10) days prior to the next regular meeting of members. Such proposed amendment must be adopted by not less than two-thirds (2/3) majority of the members present at the meeting at which the amendment is considered by voice vote, show of hands, or written ballot at the option of the Chair.