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ADOPTED [DATE]

DRAFT BY-LAWS
MONTANA SECTION
AMERICAN WATER RESOURCES ASSOCIATION

ARTICLE I. Name, Location

Section 1. The name of this Section of the American Water Resources Association (AWRA) shall be the Montana Section.

Section 2. The Headquarters and mailing address of the Section shall be the Montana Water Center Office:

c/o Montana Water Center
Montana State University
605D Leon Johnson Hall
Bozeman, MT 59717

Section 3. The Montana Section operates as an incorporated domestic nonprofit association of the American Water Resources Association (National Association).

Section 4. It is the intention of the Montana Section to conduct its affairs in conformity and harmony with the bylaws and strategic plan of the National Association.

ARTICLE II. Objectives

Section 1. The objectives of the Montana Section shall be:

- a. to promote the common professional interests of its members and to further the purposes of the Montana Section through not-for-profit activities including, but not limited to, education, training, meetings, publications, and philanthropic work.
- b. To provide a common non-political forum in which professionals and other parties interested in water resources and related areas can meet, discuss, and exchange ideas pertaining to all aspects of water resources research and management.
- c. To promote the protection, conservation, development, utilization, and equitable management of water resources.
- d. To collaborate with other local sections and chapters of organizations concerned with water resources.

ARTICLE III. Section Membership

Section 1. Montana Section membership shall be open to all interested parties involved in water resources or related areas.

Section 2. Upon payment of annual Montana Section dues, such persons who qualify under Article 3 Section 1 above shall acquire membership in the Montana Section. Montana Section memberships are based on a calendar year (January 1-December 31) and shall expire on December 31 regardless of when the membership starts.

Section 3. There shall be three classes of Montana Section membership with equal rights and privileges for all, with the exception for holding office (Article 3 Section 4). Membership classes shall include:

- a. Professional Member – A professional person who desires to collaborate in the furtherance of the objectives of the National Association and the Montana Section and otherwise complies with the requirements of the Constitution and Bylaws of the National Association and the Montana Section is eligible for membership therein.
- b. Student Member – A full-time student while in attendance at a college or university of recognized standing is eligible for student membership.
- c. Water Legend – A professional person who has been selected by the Board based on their body of work, longevity of service to the Montana water community, impact on future professionals, service and participation in the Section, and their professional reputation. This is a lifetime membership.

Section 4. An eligible person residing temporarily outside the state of Montana or residing in an area without an active Section may be a member of the Montana Section.

Section 5. Each member of the Montana Section who is present at a membership meeting of the Montana Section shall be entitled to one vote.

Section 6. Any member of the National Association is entitled to attend the Annual Meeting of the Montana Section. Only Montana Section members may vote or serve on committees. Only members of the National Association and Montana Section members may serve on the Board of Directors of the Montana Section. National Association membership may be obtained after election to the Board.

Section 7. Membership in the Montana Section will be terminated upon failure to pay Montana Section dues, transfer to another state Section, or resignation.

ARTICLE IV. Officers

Section 1. The Officers of the Montana Section shall consist of a President, a Vice President, a Treasurer, a Secretary, and a Past President. All Officers shall serve without compensation. Officers shall perform their duties, as prescribed by law, by these bylaws, and by any parliamentary authority adopted by the Montana Section. The Officers comprise the Board's Executive Committee.

Section 2. The President of the Montana Section shall chair all meetings of the Board and the Montana Section, prepare the agenda for the Annual Meeting, as well as all regular and special meetings, and shall have general knowledge of, and responsibility for, the supervision of the business of the Montana Section, including in consultation with the board the appointment of all committees. The President shall prepare, in collaboration with the Secretary, an annual report of the Montana Section's activities to be presented to the annual meeting of the Montana Section.

Section 3. The Vice President shall perform the duties of the President when the latter is absent and other duties assigned by the President.

Section 4. The Treasurer shall ensure the fiscal integrity of the Montana Section and shall record and deposit all funds in a timely manner and in accordance with generally accepted accounting procedures. They shall receive, maintain, and distribute adequate records of the Montana Section's funds and present them for audit or inspection, upon request. The Treasurer shall assist in the preparation of the annual budget and monitor Montana Section expenditures. The Treasurer shall be responsible for the annual filing of the appropriate Form 990 with the IRS.

Section 5. The Secretary shall keep the original or a copy of these bylaws, including all amendments, and shall ensure that current copies of the Montana Section's bylaws are provided to the Officers. The Secretary shall keep the minutes of the Board's meetings, issue notices of meetings, submit the required annual report to the Montana Secretary of State, and perform all duties incident to the office.

Section 6. The Past President shall act as an advisory member to the Officers of the Montana Section.

Section 7. The Officers of the Montana Section shall serve a total of not more than five years, and not more than one year in each office, beginning with Secretary and progressing through Treasurer, Vice President, President, and Past President. Their terms of office shall begin at the conclusion of the Montana Section's Annual Meeting following their election and shall terminate after five years.

Section 8. Montana Section Officer nominees shall be selected from the membership of the Montana Section and must reside within Montana.

Section 9. Montana Section Officers may be nominated by any active member of the Montana Section. Self-nominations are allowed. Ballots listing the nominations shall be distributed to the Montana Section membership at the Annual Meeting. To be elected a candidate must receive a plurality of the votes cast at the Annual Meeting by the Montana Section membership.

Section 10. If a vacancy occurs in the Executive Committee, the Officer next in line to fill the vacant position shall fill the vacancy and the remaining members of the Executive Committee shall appoint an eligible Montana Section member to serve as interim Board Secretary until the next Annual Meeting. The interim Board Secretary will serve through the next Annual Meeting at which point the Montana Section membership will fill Board vacancies in the Executive Committee by a plurality of votes.

ARTICLE V. Board of Directors

Section 1. The Board of Directors (the Board) shall consist of not less than seven (7) nor more than nine (9) members, including the elected Officers as defined in Article 4, the immediate Past President, and not less than two (2) nor more than four (4) members elected by the Board. Board members other than Executive Committee members shall serve a term of two years, and may be reappointed to serve additional consecutive or nonconsecutive terms.

Section 2. The Board shall manage the affairs of the Montana Section, including administration, program development, and supervision of financial affairs.

Section 3. If a vacancy develops in the Board for a position other than the Executive Committee, the remaining members of the Board are authorized to appoint an eligible Montana Section member to fill the vacancy for the unexpired term.

Section 4. Members of the Board must reside within Montana.

ARTICLE VI. Committees

Section 1. The following standing committees shall be appointed annually by the President in consultation with the Board. The duties of these committees shall be as indicated.

- a. Auditing Committee – to audit the accounts of the Montana Section. The Auditing Committee may consist of an outside accounting professional.
- b. Other standing and special committees.

Section 2. Special committees shall serve until their duties are accomplished, but may be dissolved upon a majority vote at any Montana Section meeting. Members of standing committees shall serve until the end of the Officers' year and shall be eligible for reappointment. The Board shall determine the committees that are to be appointed and recommend the scope of their functions, and the President, in consultation with the Board, will select committee members.

Section 3. No committee shall expend funds of the Montana Section unless authorized by the Board.

ARTICLE VII. Meetings

Section 1. There shall be an Annual Meeting of the Montana Section. The President shall notify the Montana Section's membership of the date and place (to be set by the Board and the President, respectively) at least 30 days prior to the Annual Meeting or other meeting. Special meetings shall be called by the President upon written petition of not less than 30% of the Montana Section members, 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 Annual Meeting. Notice shall be given to the Montana Section membership of any special meeting at least 15 days in advance.

Section 2. Any business which may properly come before the Montana Section membership may be discussed and acted upon at the Annual Meeting or other regular 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 the President to Montana Section members at least 15 days prior to such special meeting.

Section 3. A quorum at any duly called Montana Section meeting shall consist of the members present.

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 conflicts with the bylaws of the Montana Section or the National Association.

ARTICLE VIII. Dues and Funds

Section 1. Annual membership dues shall be determined by the Board. The funds of the Montana Section shall be the responsibility of the Montana Section Treasurer. Funds shall be deposited to the credit of the Montana Section in a bank approved by the Board. The name of the bank shall be known to all Montana Section Officers.

ARTICLE IX. Dissolution

Section 1. The Montana Section may be dissolved by a two-thirds vote of all the members of the Montana Section through electronic mail balloting, or by the Board of Directors of the National Association for just cause or if the Montana Section becomes inactive.

Section 2. If dissolution is favorably acted upon, all just debts shall be paid out of the funds of the Montana Section, and all remaining Montana Section funds and other assets, together with all chapter records and files, shall be transferred to the National Association.

ARTICLE X. Amendment

Section 1. These bylaws may be amended by a plurality vote of members voting at the time of registering to attend any Annual Meeting, general meeting or at any special meeting called for this purpose, provided that in every case written notice of the proposed amendment shall be sent to each Montana Section member at the time notice of the date of the meeting is announced.

Section 2. The Board President shall appoint a committee to review the bylaws every two years to determine if any amendments may be appropriate.