

BYLAWS

Southern Section Air and Waste Management Association, Inc.

ARTICLE I. Name and Geographic Area

Section 1. This organization is one of the geographic sections of the Air and Waste Management Association, A&WMA, and it shall be known as the Southern Section, "Section".

Section 2. The geographic area of the Section shall consist of the States of Alabama, Georgia, Mississippi, and Tennessee.

ARTICLE II. Purpose

Section 1. The purposes of the Section shall be to promote better understanding of the problems of air pollution and hazardous waste management among control officers, research personnel, educators, students, representatives of industry, and the general public within the geographic areas of the Section, and to provide a means for the interchange of information directed toward solving these problems. A second purpose shall be to promote closer professional and personal relations among member of the Section, and to further the aims and objectives of the A&WMA.

Section 2. The purposes for which the Section is organized are exclusively charitable, scientific, literary, and educational within the meaning of the section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

Section 3. Notwithstanding any other provisions of these articles, the Section shall not undertake any activities not permitted by an organization exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE III. Membership

Section 1. Any member of A&WMA in good standing residing in or conducting business within the geographic area of the Section is eligible to become a member of the Section and entitled to engage in all activities of the Section including voting on all matters and holding any office.

Section 2. Honorary member of A&WMA residing in the geographic area of the Section are entitled to all privileges and prerogatives of the Section members, but excused from the payment of dues.

Section 3. Any person who resides in, or does business in, the geographic area of the Section, and not a member of A&WMA, is eligible to become an Associate of the Section and is entitled to all privileges of the Section except that of holding an elected office.

ARTICLE IV. Calendar

Section 1. The fiscal year, the membership year, the term of office, and the operating year of the section shall be January 1 through December 31.

Section 2. Dues for Members shall be collected on an annual basis by A&WMA. The membership year for Members shall be a 12 month period from the date of joining. The Treasurer is responsible for distributing Member dues to the Chapter(s).

Section 3. Persons joining the Chapter/Section who are not members of A&WMA will be known as Associates. Their term of membership and their due date for dues are on a calendar year basis, the same as Section 1.

Section 4. Dues for Members and Associates shall include dues for Section/Chapter and the amount shall be determined by the Executive Board. A minimum of \$5.00 per member shall be distributed to the Chapter in which the Member or Associate resides. The Treasurer of the Chapter(s) is responsible for distributing Associate dues to the Section Treasurer. Members and Associates who are three months delinquent in the payment of dues shall be dropped from the membership roll.

ARTICLE V. Officers and Executive Board

Section 1. There shall be four Section officers designated Chair, Vice Chair, Secretary, and Treasurer.

Section 2. The Vice Chair shall be elected to serve a one-year term, the Secretary and Treasurer elected to serve a two-year term by majority vote of Members voting by ballot. The term of office shall be as designated in Article IV, Section I. The Vice Chair is Chair-Elect.

Section 3. There shall be an Executive Board of the Section consisting of the four elected officers of the Section, four elected Directors of the Section, the previous year's Chair of the Section, the Chair of each Chapter, and all members of the Section who are current Directors of A&WMA. A term for the Executive Board's elected Directors will be for three years with terms set so that no more than two are elected in any year. There will be at all times one elected member from each of the four states (Alabama, Georgia, Mississippi, and Tennessee). Should a Chapter Chair hold another place on the Executive Board, the Vice Chair of that Chapter shall also be a member of the Executive Board.

Section 4. The officers and members of the Executive Board shall serve without remuneration.

ARTICLE VI. Duties of Officers

Section 1. The Chair of the Section shall: Preside at all meetings of the Section. Call such special meetings as may be necessary. Appoint all Committees and an Auditor. Preside at all meetings of the Executive Board.

Section 2. The Vice Chair shall: Preside at all meetings in the absence of the Chair. Assume the duties and functions of the Chair in the event the office of Chair shall become vacant through resignation or other reason.

Section 3. The Secretary shall: Keep a record of the minutes of all meetings. Conduct the correspondence of the Section. Send out notices of all general business, technical, special and Executive Board meetings. Maintain complete and accurate records of activities, including membership, business transactions, summaries of meetings, publications, committee work, and a financial statement. Surrender at end of his/her term(s) of office to his/her successor all properties and records of the Section which are in his/her custody.

Section 4. The Treasurer shall: Receive and disburse funds in accordance with the policies determined by the Executive Board. Maintain complete and accurate records of all financial transactions. Furnish financial reports to the business meetings of the Section or Executive Board meeting as required by the Chair. Submit records and accounts for an annual audit to an Auditor appointed by the Chair. Surrender at the end of his/her term of office to his/her successor all properties and records of the Section which are in his/her custody.

Section 5. Reports: The person holding office at the respective level (Section or Chapter) for the reporting year shall be responsible for preparing the Annual Report due to A&WMA or to the Section by required date.

ARTICLE VII. Duties of Executive Board

Section 1. The Executive Board shall: Implement the executive, financial, and administrative functions of the Section within the policies established in these bylaws and by the A&WMA. A majority of the Board constitutes a quorum, who must be present to approve any change in policy of the Section.

Section 2: Establish such committees, in addition to those enumerated in Article IX, as may be necessary or desirable for implementing the purposes of the Section. Authorize the necessary expenditure of funds for the routine and special activities of the Section.

Section 3: Make appointments to fill interim vacancies of offices on the Executive Board.

ARTICLE VIII. Nominations and Elections

Section 1. Prior to July 1 of each year the Chair of the Section shall appoint a Nominating Committee of not less than three members, not more than one of whom shall be a member of the Executive Board. The Nominating Committee shall nominate one or two candidates for each elective office, including Executive Board vacancies, to be filled at the next election. The Vice Chair is Chair-Elect, therefore no nominations for Chair will be submitted. The Nominating Committee shall obtain acceptances from the nominees and submit the slate of candidates to the Section no later than October 1.

Section 2. Between October 1 and November 1 any member may submit other nominations for officers or board members by submitting to the Executive Board a nominating

petition signed by at least five members of the Section.

Section 3. By November 15 the Executive Board shall prepare and send to each Member in good standing a ballot listing all nominees for office and Executive Board as submitted by the Nominating Committee as prescribed in Sections 1 and 2. Included with the ballot shall be a brief biographical sketch of each of the nominees. A date not later than December 1 shall be specified for the return of the ballots. The Chair shall appoint teller(s) as appropriate to help the Secretary count the ballots. The election shall be determined for each office and Executive Board position on the basis of a majority of the votes cast. The Secretary shall report the election results to the Executive Board without delay and to all members at the start of the new membership year. The new officers and Executive Board shall assume their responsibilities at the start of the membership year.

Section 4. At the Annual Meeting there shall be a meeting of the Executive Board. At this meeting the Secretary and Treasurer shall submit their report(s), and the new officers and Executive Board shall be introduced.

ARTICLE IX. Committees

Section 1. The Chair of the Section may, upon assuming office, appoint the following committees, naming the Chair of each:

Membership Committee
Program Committee
Publications Committee
Bylaws Committee

Section 2. As necessary, the Chair of the Section shall appoint an Auditor to audit the books of the Section.

Section 3. The Chair of the Section shall appoint a Nominating Committee in accordance with provisions of Article VIII.

Section 4. The Executive Board shall establish such other committees as may be warranted for implementing the activities of the Section.

Section 5. Each Committee Chair shall submit to the Secretary at the close of the operating year a report on the committee's activities during the year.

ARTICLE X. Chapters

Section 1. The Section encourages the formation of chapters within its boundaries to promote and accomplish the purposes of the Section and its membership.

Section 2. The formation of chapters shall be according to A&WMA guidelines and shall consist of non-overlapping geographical areas.

Section 3. The Bylaws of all Chapters shall be submitted to and approved by the Executive Board of the Section prior to submittal to A&WMA. Chapter Bylaws shall be consistent with the Section Bylaws and policies.

Section 4. Membership in a Chapter shall follow the guidelines established for the Section in Article III of these Bylaws.

ARTICLE XI. Meetings

Section 1. The Section shall hold at least one technical meeting during the operating year.

ARTICLE XII. Disposal of Funds

Section 1. In the event of dissolution of the Section, any remaining assets after discharge of all liabilities and obligations shall be donated to the A&WMA provided A&WMA is an organization exempt under section 501(c)(3) of the Internal Revenue Code. These funds shall be designated for the A&WMA Scholarship Fund or in the event this fund no longer exists, to a category of their own choosing. If A&WMA is unable, unwilling, or ineligible to receive assets, they will be distributed to one or more non-profit organizations exempt under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which is involved in doing similar work in the field such as advancement of knowledge in air pollution control and/or hazardous waste management.

ARTICLE XIII. Amendments to the Bylaws

Section 1. Any Member or Associate may propose an amendment to the Bylaws to the Executive Board. Before the proposed amendment can be submitted for consideration of the members it must be approved by the Executive Board or bear the written endorsement of at least ten Members or Associates.

Section 2. The Executive Board shall submit promptly to the membership by ballot any proposed amendment approved or endorsed as provided in Section 1. Adoption shall require affirmation by two-thirds of the votes cast. Amendments shall become effective immediately upon adoption by such two-thirds majority vote. Votes will be counted if postmarked within 21 days from the date of mailing of ballots, or if otherwise received by the Secretary within 21 days from the date of mailing.

Section 3. Any section of the Bylaws which conflicts with the Bylaws of A&WMA shall be null and void.

These Bylaws were adopted September 29, 1970, at the First Annual Meeting, Southern Section, Air Pollution Control Association and amended in April, 1972; February, 1973; September, 1974; September, 1979; July, 1987; September, 1987; March, 1989; August, 1991; January, 1994; Winter 1996; and April, 2002.