RULES OF PROCEDURE

PACIFIC NORTHWEST SECTION OF THE AMERICAN WATER WORKS ASSOCIATION

Accepted by the PNWS AWWA Board of Trustees October 10th, 2019

Updated and accepted by the PNWS Board of Trustees – Spring, 2022

Updated and accepted by the PNWS Board of Trustees – Fall 2024

Updated and accepted by the PNWS Board of Trustees – Winter 2026

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RULES OF PROCEDURE

PACIFIC NORTHWEST SECTION OF THE AMERICAN WATER WORKS ASSOCIATION

As Proposed to the PNWS Board of Trustees – Winter 2022
Accepted by the PNWS AWWA Board of Trustees October 10th, 2019

1.0 PURPOSE

The purpose of Rules of Procedure (ROP) is to delineate routine Section Activities not specifically covered in the Bylaws. ROP modifications require only Board approval for adoption and implementation.

COMMITMENT TO DIVERSITY & INCLUSION

Support the section's Diversity and Inclusion initiatives and incorporate the following mission statement into all Section activities: "To foster a welcoming and inclusive AWWA culture that champions meaningful institutional and individual change regarding diversity and equity in the water industry".

AFFIRMATIVE ACTION

It is the policy of the PNWS-AWWA to endorse and actively support the concept of affirmative action and anti-discrimination in the recruitment of new members and in the conduct of all Section business activities. It is also the policy of the Section to strongly encourage its membership to seek and employ qualified personnel in all their operations and to provide equal employment opportunities for all applicants and employees in recruiting, hiring, placement, training, compensation and benefits, promotion, transfer and termination, and to provide a work environment free of sexual and racial discrimination and harassment.

2.0 SECTION BOARD MEMBER RESPONSIBILITIES

2.1 CHAIR

The Chair shall supervise and coordinate all affairs of the Section. So far as possible, they shall preside at all meetings of the Section and of the Board. They shall be responsible for overseeing the activities of ad hoc Committees. They shall be further responsible for overseeing the activities of specific Committees defined during their development of Board Liaison responsibilities as Chair-Elect. The Chair shall be responsible for presenting the initial draft of the annual Business Plan to the Executive Committee. The Executive Committee will then review, refine, and finalize the plan for recommendation to the full Board. The Chair shall serve as a standing member of the Conference Planning Committee in accordance with Section

4.2.3 – Conference Planning Committee. They shall lead the evaluation of the Executive Director, in accordance with Section 5.1 - Executive Director.

2.2 CHAIR-ELECT

The Chair Elect shall perform the duties of the Chair in the latter's absence and shall perform such other regular duties as may be assigned to them by the Chair or the Board. The Chair-Elect shall be responsible for selecting the Board member liaison's roles for the Sections' Committees by the Winter Trustees Meeting prior to becoming the Chair. The Chair-Elect will have the future Board Liaison positions confirmed within thirty (30) days after the Winter Meeting. They shall be further responsible for overseeing the activities of Committees as assigned by the Chair. The Chair – Elect will also be responsible for review, in collaboration with the Executive Director, of the New Trustee orientation curriculum.

2.3 ASSOCIATION DIRECTOR

The Association Director shall be responsible for liaison between the Section's Board and the AWWA Board of Directors. They shall be further responsible for overseeing the activities of Committees as assigned by the Chair. They shall serve as Chair of the National and Section Awards Committee utilizing committee members assigned from the Past Chairs Committee.

2.4 PAST-CHAIR

The Past-Chair shall have full voting power and is a member of the Board. They shall be responsible for overseeing the activities of Committees as assigned by the Chair.

2.5 TRUSTEES

Trustees shall take part in the actions of the Board and each member shall have equal voting powers with that of every other member of the Board. Each Trustee shall be responsible for overseeing the activities of Committees as assigned by the Chair. Trustees shall provide reporting in accordance with Section 5.2 – Section Reports and Updates.

New Trustees should be on-boarded and oriented as a group to the extent possible by a meeting either in-person or virtual after the Section election and prior to the Spring meeting. This meeting will cover By-Laws, ROP's, fiduciary responsibility, section oversight, the location and provision of leadership resources and guides. It will cover duties and responsibilities of the position and cover other relevant leadership tasks as provided in the New Trustee orientation curriculum that has been developed and reviewed by the Chair-Elect and Executive Director collaboratively. Active participation in the onboarding and orientation process is required.

Outgoing Trustees will mentor the newly elected Trustee as they respectively transition. The current Washington Trustee will mentor the incoming Washington Trustee, the Oregon Trustee to mentor the incoming Oregon Trustee and the Trustee at Large will mentor the incoming Trustee at Large and so on. The mentorship period begins once the

newly elected trustees are confirmed and will continue until the transition of Trustees is complete at the Spring Conference.

2.6 TREASURER

The Treasurer shall be responsible to provide independent oversight of all Section finances, to verify propriety of financial procedures, and to confirm that all financial transactions are in keeping with the Mission, Bylaws, and Rules of Procedure of the Section. The Treasurer shall be a non-voting member of the Board, reporting to the full Board.

The Treasurer shall also be responsible for the development, periodic review, and updating of guidelines for investing Section funds. The guidelines and any modifications to them are to be approved by the Board of Trustees. The Treasurer shall track Financial Processes, in accordance with Appendix A – Financial Processes and Internal Controls and shall work with the Executive Director in determining the appropriate investments of funds within the approved guidelines.

If required by the Association or state or federal laws governing nonprofit corporations, the Treasurer shall see to the performance of an independent audit or financial review of the financial health of the Section in accordance with Generally Accepted Accounting Principles.. The Treasurer, with the assistance of the Budget and Finance Committee, will solicit proposals to conduct the audit from three firms . The audit or review shall be conducted by a qualified accounting firms who are not employed by or affiliated with (a) any employee or independent contractor of the Section involved with the Section's finances nor (b) any officer or non- officer trustee of the Section. While the Executive Director shall be the point of contact for the accountant, the Treasurer shall provide oversight. The Treasurer will provide the estimated costs and recommendation of award to conduct the audit to the Board of Trustees Trusts for their approval. The report and findings by the selected audit firm will be reported to the Board of Trustees and a copy of the report forwarded to the Association.

3.0 EXECUTIVE DIRECTOR RESPONSIBILITIES

3.1 ASSIGNMENTS AND DUTIES

The Executive Director is an employee of the Section and reports to the Board. Executive Director assignments and duties include, but are not limited to the following: (1) provide overall coordination of Section business, functions, and activities; (2) function as principal advisor and information source to Section Chair, Board members, and Committee chairs; (3) assist the Section Chair with preparations for Board meetings, Committee appointments, and correspondence; (4) coordinate with the Association; (5) act as Fiscal Agent of the Section and be responsible for depositing of funds, paying bills, maintaining all accounts, preparing tax and financial reports, assisting in budget preparation, and when directed by the Board, obtaining and directing outside bookkeeping/accounting services; (6) supervise preparations for, and conducts the elections; (7) attend Committee meetings which relate to the Executive Director

responsibilities; (8) Collaborate with the Chair-Elect for the development and review of New Trustee orientation curriculum, and active participation in the onboarding and orientation process. and other functions as directed by the Board or Chair; (9) carefully consider and make recommendations for the locations for the annual conference to the Board, at least 5 years prior to the conference date; (10) negotiate the arrangements for the Fall Officers and Trustees Meeting with the hotel/motel/resort; (11) be a standing member of the Conference Planning Committee in accordance with Section 4.2.3 – Conference Planning Committee

3.2 MEETING ATTENDANCE

The Executive Director shall attend all meetings where members and the Board are present. The Executive Director shall record and publish the proceedings thereof, or cause to be recorded, all votes, actions, and the minutes of all proceedings in a book to be kept for that purpose and shall perform, or cause to be performed, like duties for the Committees, when required. Minutes shall be retained in accordance with Section 3.8 – Minutes.

3.3 MEETING NOTICE

The Executive Director shall give, or cause to be given, notice of all meetings where members and the Board are present.

3.4 ORDERS AND RESOLUTIONS

The Executive Director shall see that all orders and resolutions of the Board are carried into effect. The Executive Director shall keep the Board and all officers and Committees of the corporation fully informed as to the business and affairs of the corporation and to consult freely with them concerning the business and affairs of the corporation.

3.5 CUSTODY OF CORPORATE FUNDS

The Executive Director shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements of the corporation, or shall have such accounts maintained, and shall deposit, or have deposited, all monies and other valuables in the name and to the credit of the corporation into depositories designated by the Board.

3.6 AUTHORIZATION

The Executive Director shall be authorized to sign checks, drafts, statements, and reports required to be filed with state and federal officials or agencies. When specifically directed by the Board, the Executive Director shall be authorized to countersign with the Chair, notes and certificates of stock, and to execute in the corporate name, along with the Chair, deeds, leases, mortgages, bonds, contracts, and agreements.

3.7 FINANCIAL RECORDS

The books and financial records of the corporation shall be kept under the supervision of the Executive Director and the Certified Public Accountant of record. All monies due and payable to the corporation from any source whatsoever shall be received by the Executive Director and shall be deposited by the Executive Director to the credit of the corporation in such banks, trust companies, or other depositories as the Board may designate. The Executive Director shall keep or cause to be kept a proper account of all such monies received and all monies disbursed on behalf of the corporation and of all records in connection therewith. Financial records and expense reports shall be reported to the board in accordance with Section 5.2 – Section Reports and Updates and Appendix A - Financial Process and Controls.

3.8 MINUTES

The Executive Director shall keep minutes of the proceedings of its members, Board, and committees having any of the authority of the Board. The Executive Director shall also keep, at the Sections' registered or principal office, a record giving the names and addresses of the trustees and any other information required under Oregon law.

3.9 DUTIES AND AUTHORITY

The Executive Director shall perform such other duties and shall have such other authority and powers as the Board may desire to prescribe.

3.10 OPERATING FUNCTIONS

The Executive Director shall employ, discharge, and supervise the employees of the corporation and shall have general charge of all operating functions and activities of the corporation.

4.0 COMMITTEES & DIVISIONS

A goal of the PNWS-AWWA is creating leadership opportunities for its members through a multitude of venues provided by the Section. To support this goal, it is the Section's policy that Trustees do not hold committee leadership positions during their service on the Board of Trustees, allowing opportunities for other members to grow in their leadership development. In accordance with Section 2.5 – Trustee Responsibilities, Committees are organized and aligned under Divisions provide opportunities for like-minded committees to partner more closely on training opportunities. Committees may be assigned to a Board member who acts as the Committee's liaison to the Board. Trustees, as Board Liaisons, shall be responsible for overseeing the activities of Committees within their Division.

All Committees must schedule and hold their first meeting prior to the Annual Conference. Committee Chairs and voting committee members shall be Section members in good standing.

From time-to-time Committees may require advisory members who are not Section members. They may serve on the Committee at the pleasure of the Section Chair but without voting rights.

Committees are classified as Standing or Working Committees. Standing Committees are administrative, support, or managerial in nature and support Section Business. Working Committees support member interests and topics.

4.1 STANDING COMMITTEES

4.1.1 AUDIT COMMITTEE

This committee shall consist of an Audit Committee Chair (appointed by the Chair), Section Treasurer, and the Executive Director.

This Committee shall ensure that the financial activities of the Subsection's are consistent with generally accepted accounting and financial principles. The Committee, responsible to the Board of Trustees, shall monitor the financial credibility of at least one Subsection each year by performing an audit of their financial activities. Reference is made to the Section's *Financial Process and Internal Controls Policy* (Appendix A of this ROP)

4.1.2 BUDGET AND FINANCE COMMITTEE

This committee shall consist, at a minimum, of the Section Chair-Elect, Executive Director, and Treasurer as the lead committee members. Three additional Section members may be added to the committee.

Each year the Board shall adopt a budget of estimated income and planned expenditures for the fiscal year. The beginning of the Section's Fiscal year is defined by the Calendar Year – January 1st. The Budget and Finance Committee has the responsibility to coordinate the development, oversee, and monitor the annual financial plan of the Section. This fiscal plan is developed for acceptance by the Board at the Fall Officers and Trustees meeting for the succeeding fiscal year. Trustees are expected to develop their proposed Division budget prior to June of each year and present their budget requests to the Budget and Finance Committee for the succeeding year. A rollup of the budget requests will then be performed by the Budget and Finance Committee.

The Budget and Finance Committee will be responsible for developing a draft balanced budget in alignment with the current Strategic Plan, Mission, and Values of the PNWS. The Budget and Finance Committee shall also consider the priorities and objectives outlined in the Annual Business plan when developing the annual budget. Alignment between the budget and the Business Plan shall be maintained to ensure strategic and financial coherence.

The Executive Director will present the draft budget to the Board, for their review, no later than two weeks prior to the Fall Officers and Trustees Meeting. The proposed budget would be presented to the Board for their final consideration and adoption at the Fall Officers and Trustee Meeting.

After adoption of the budget, any request advanced during the fiscal year for an increase in a budgeted item or for an expenditure of an unbudgeted item shall be directed to the Executive Director, who shall determine whether funds are available for it, and forward the request with their findings and recommendations to the Chair for action.

The Chair may allocate Section funds for any unbudgeted item or increase the allocation for any unbudgeted item, making such allocation from the contingency item in the budget; provided such contingency item contains sufficient uncommitted money to fund such allocation, and provided further that such allocation is not in conflict with these Bylaws and the Governing Documents and Bylaws of the Association. The contingency item in the budget may be increased during the fiscal year only by approval of the Board, but the total contingency item shall not exceed twenty percent (20%) of the total budget, exclusive of the contingency item. Funds budgeted for a project which later proves to be unneeded for that project may, upon written notice from the person in charge of the project, be transferred in whole or in part to another project or to the contingency item by approval of the Board.

Discrepancies of budget expenditures associated with individual Committees will be brought to the attention of the Executive Director and Treasurer for any needed actions.

It is also a function of the budget and finance committee, in accordance with Appendix F of these ROP's, as part of the annual budget process, to conduct comparative pricing analysis of both the Section Conference and Subsection / Committee training. Upon conclusion of said analysis the committee will provide recommendations for potential changes to the Section Conference pricing and the price policy as it pertains to committee and subsection training rate setting and communication of said updates.

4.1.3 MEMBER ENGAGEMENT AND DEVELOPMENT COMMITTEE

This committee shall consist of a Chair and sufficient members to accomplish committee goals. This committee will promote AWWA membership among water utility operators, consultants, purveyors, and those associated in the water industry, and will promote and urge continued membership among the present members through promotional activities. This committee will also include the Diversity and Inclusion subcommittee advocating the Section's diversity and inclusion values.

4.1.4 WATER INFORMATION TECHNOLOGY COMMITTEE

This Committee consist of a Chair and sufficient members to accomplish the committee goals. The committee shall assist the Executive Director and Board of Trustees in managing the Section's web site. The Committee will also support and provide training

to Section members and other committees on the use the Section's web site useful for Committee sites and the membership. The Committee will also assist in the data and information management needs of PNWS training workshops, forums and conferences.

The Executive Director will ensure adequate site hosting and accessibility of the Section's web site and will update the site with current information.

4.1.5 EXECUTIVE COMMITTEE

The Executive Committee (EC) is comprised of the Section Chair, Association Director, Chair-Elect, and Past-Chair. The Executive Director shall also attend as directed by the EC. The EC is a standing Committee that meets regularly, on a monthly basis, to review the major issues facing the Section.

Members of the EC are also members of the Board, and as such, make preliminary findings to be considered and ratified by the Board as a whole at the next regularly scheduled Board Meeting. The EC acts on behalf of the Board pursuant to the policies and procedures established by the Section, on an ongoing basis throughout the year. The EC shall report regularly and routinely to the Board concerning its activities on behalf of the organization.

The EC shall approve the appointment of chairs for new committees, except as may be otherwise specifically provided herein or directed by the Board.

4.1.6 JOHN LECHNER AWARD OF EXCELLENCE

This Committee shall consider annually, the selection of a Section Member to receive the John Lechner Award of Excellence, recognizing their excellence as a Service Provider Member by demonstrating exemplary service to the drinking water community, the PNWS, and AWWA's Mission and Goals. The criteria for Section award shall be the same as the Association's requirement for nominations. To be eligible for the award, the individual must be an AWWA member, or AWWA individual member working for a Service Provider Member company. The annual selection of a section member to receive the award is not mandatory, and the award may not be given each year. The selected recipient of the award is to be announced by the Section Chair at the Section Conference.

The recipient shall be determined by November 15th, as the nomination deadline for an Association Level Award is December 15th.

The nomination/selection committee for this Award shall initially be comprised of the recipients of the PNWS MSC Award of Excellence, which was sunset in 2019. Additional members of the selection committee to attain a committee of five (5) will include the most recent Section past chair, and the Section Association Director. The chairs and director position on the selection committee will rotate with the change in roles and elections of the Section. Recipients of the Lechner award will replace the most senior awardee on the selection committee, maintaining three awardees on the selection committee at all times. The Chair of the selection committee shall be the award recipient

who is the longest sitting recipient of the award on the selection committee.

4.1.7 GEORGE WARREN FULLER AWARD

This Committee shall consider, annually, the selection of a Section member to receive the George Warren Fuller Award. The selection of a member to receive the award is in no sense mandatory.

The recipient will be held confidential until the annual conference, unless the Committee desires the Board to confirm its choice.

The Committee shall consist of five (5) members, who shall be the five most recent recipients that are available to serve. The Chair of the Committee shall be the award recipient who is the longest sitting member of the Committee.

4.1.8 PAST CHAIRS COMMITTEE

This Committee shall be constituted of individuals who have served as Chair of the PNWS-AWWA. The Committee Chair will be the Second Past Chair of the Section or as agreed by the Past Chairs Committee. This Committee will follow the wishes and dictates of the Section Officers and Board of Trustees and periodically review and make recommendations on how the Section can improve on its operation and service to its members.

The Nominating Committee for Section officers shall be as defined in the Section ByLaws, primarily consisting of up to five (5) Past Chairs and may include Section members, with a committee of up to eight (8). The Nominating Committee may seek advice from all members of the Past Chairs Committee to determine a slate of nominees to be considered for Section Board positions. The Nominating Committee will adhere to the timeline as set forth in Appendix E – Nomination Committee and Action Items to the best of its ability.

The Committee Chair shall appoint a Committee member to keep minutes of each Committee meeting and maintain a file of such minutes along with copies of all correspondence originated by and received by the Committee.

This Committee is also responsible for National and Section Awards and is to be comprised of the five most recent past chairs, with the Association Director serving as the chair of this subcommittee. The Committee shall study and make recommendations from time to time on the desirability of changes in, or creation of new Section Awards.

The Past Chairs Committee shall also submit nominees to the Board of Trustees for positions on the various AWWA Councils and Divisions.

4.1.9 POWELL-LINDSAY AWARD

This Committee shall consider each year, the selection of one or more members of the PNWS, for the Powell-Lindsay Award.

The recipient will be held confidential until the annual conference, unless the Committee desires the Board of Trustees to confirm its choice.

The Committee shall consist of five (5) members who shall be the five most recent recipients that are available to serve. The Committee Chair shall be the award recipient who is the longest sitting member of the Committee.

4.2 GENERAL WORKING COMMITTEES

4.2.1 SUBSECTION ADVISORY COUNCIL

The purpose of the Subsection Advisory Council is to promote, facilitate and coordinate the goals of AWWA and the Section at the subsection level. The Council shall act as a communications liaison between the individual AWWA member, or potential member, and the Section. The Subsection Advisory Council shall provide a forum, which may serve as an extension of the other Committees of the Section, including but not limited to Membership, Education, Cross Connection, and the Philanthropic Advisory Council.

The President of each Subsection or their appointed representative shall serve as a member of this Committee. This person shall be a member of this Council and a member of AWWA. All Subsection Presidents or their designed representative shall be invited to the Fall Officer and Trustees Meeting.

The Council shall establish and periodically review the geographic areas within the Section called Subsections and shall support and encourage regular meetings around these areas by AWWA members and others in the water works industry.

The SUB-SECTION ACTIVITY AWARDEE selection for Oregon, Idaho and Washington shall be one member from each of the general areas. The awards are made to members who have performed outstanding work in connection with the activities of the PNWS and Sub-Sections of the AWWA.

The recipient will be held confidential until the annual conference, unless the Council desires the Board of Trustees to confirm its choices. The selection Committee shall consist of the Section Subsection Advisory Council Officers.

4.2.2 BYLAWS AND RULES OF PROCEDURE (ROP)

This Committee makes changes in the Bylaws and ROP as directed by the Board of Trustees. It also initiates and recommends proposals for changes to the Bylaws and ROP.

4.2.3 CONFERENCE PLANNING COMMITTEE

This Committee is in charge of all local arrangements in the host city. The Conference Planning Committee will be responsible for all phases of the Annual Section Conference with the exception of the technical program.

This Committee is comprised of the Host City/Utility contact member that will act as Chair of the Committee, Executive Director, Section Chair, Independent Meeting Planner, Program Committee representative, and Philanthropy Committee representative. The duties, responsibilities and functions are detailed in "Annual Conference Exhibit Rules and Regulations" (Appendix B), which by reference become a part of these Rules of Procedure. This Committee shall be responsible for enforcing the "Annual Conference Exhibit Rules and Regulations". Should there be any violation of either of these Rules and Regulations, those in violation shall be banned from participating the following year.

Duties, responsibilities, and functions of the Committee members are as detailed in the "Conference Guidelines" manual, which is incorporated into these Rules of Procedure by reference.

The contract with the hotel for the annual conference shall be negotiated by the Executive Director.

The Section Executive Director shall be responsible to oversee the registration and collections process of the Conference registration (which may include a third-party registrar). Typically, registration paid using a credit card are direct deposited into the Section's bank account. Other forms of payment are processed through the registrar and deposited into the Section's bank account. During the registration period, the account is audited on a monthly basis by the Executive Director.

All retired PNWS-AWWA members will be provided free registration for the technical program at Section conferences, virtually or in-person. Costs of meals, tours, and social events, which the retired member chooses to attend, will be at the member's expense.

The Section will make every reasonable effort to inform the membership of this policy through the Section Newsletter, announcements at Sub-Section meetings, etc.

A "retired member" means any person who is a current member of the PNWS-AWWA and who is no longer active in their profession on a full-time basis.

All bills and claims shall be made to the "Pacific Northwest Section, AWWA" and forwarded to the Section Executive Director for payment. All bills and claims shall identify the item(s) for payment and its purpose; i.e., "guest decorations", "Program expense", "Registration expense", "Banquet", etc. All bills and claims shall be signed by authorized persons on the Conference Planning Committee. Claims for out-of-pocket expenses shall be itemized, signed and will be honored.

The Executive Director shall be prepared to honor claims as necessary during the Conference by maintaining adequate balance in the Section's checking account and having checks available.

Payments in advance of receipt of goods or services shall be made only under certain circumstances, such as cash for registration, deposit on an entertainment contract or hold deposit on some unusual item.

The Executive Director shall maintain records of all receipts and bills submitted for compiling the Committee's final conference report.

The Executive Director shall record Conference receipts and all claims paid and associated with the Conference.

4.2.4 CROSS-CONNECTION CONTROL

The purpose of the Cross- Connection Control Committee is to provide education, training, and information to the water works personnel designed to achieve control of cross-connections and thereby prevent contamination of public drinking water caused by backflow.

4.2.5 CUSTOMER SERVICE AND LEADERSHIP COMMITTEE

The purpose of the Customer Service and Leadership Committee is to promote the importance of customer service and leadership within the Section and provide training and educational opportunities to help members develop leadership skills and deliver high-quality customer service to water customers.

4.2.6 DISTRIBUTION SYSTEM COMMITTEE

The purpose of the Distribution System Committee is to develop and disseminate information targeted to field and operations personnel that assists in translating technical information into practical application; to ensure continued regulatory compliance and utility cost competitiveness and provide guidance on safety issues.

4.2.7 EDUCATION AND TRAINING ENDOWMENT FUND BOARD

Refer to Appendix D - Operating Rules of the Education and Training Endowment Fund for further details

This Board shall manage the Education and Training Endowment Fund which is organized to provide a stable program by which it can contribute some portion, or all of the costs of the education and training of its members and individuals who are pursuing a career in the waterworks industry in the Pacific Northwest.

The PNWS-AWWA Education and Training Endowment Fund (E&T Fund) is hereby established and set aside for the purposes stated herein. All assets received by way of gift, by will, or otherwise designated to the Fund and all assets by way of living gift to the Fund and all assets authorized by the PNWS-AWWA Board are assigned to and shall be a part of the Fund.

Principal funds received shall be perpetually maintained as a trust fund for the purposes hereinafter set out and defined in the operating rules of this Board as defined in Appendix D. Principal shall be defined as all monies contributed to the fund from any source except interest, dividends and capital gains. No part of the principal shall be invaded and expended unless a restricted gift provides otherwise. Retained Earnings shall be defined as interest, dividends and capital gains or other income to the fund that does not come

from a donor.

An E&T Fund Board of Directors is established as defined in the operating rules of Appendix D. This Board shall manage and invest the funds, collect the income therefrom, and pay the expenses which are necessary and related to it. No director shall be compensated for serving as a director except the PNWS-AWWA Executive Director who shall do so as part of their assigned duties. The directors shall expend the trust income for the purposes set out herein within these ROPs at their discretion, subject to any restrictions established by the donors. The directors shall be held to the prudent person standard.

4.2.8 ENGINEERING COMMITTEE

The purpose of this Committee is to enhance the exchange of engineering experience and technology within the Section, to provide members with the most current and relevant engineering information available, to provide technical sessions and to work in cooperation with other non-AWWA organizations.

4.2.9 IDWARN

The purpose of this Committee is to facilitate the activities of its members and Associate Members in implementing the Idaho Water/Wastewater Agency Response Network (IDWARN) which may facilitate mutual aid and assistance, communication and coordination, sponsor and conduct training activities and exercises, and conduct other activities of mutual benefit to its Members and Associate Members. IDWARN may be provided benefits and services by the Pacific Northwest Section of the American Water Works Association (PNWS) as agreed by the Board of Trustees. The IDWARN is to be operated and managed at all times to comply with the terms and conditions of the Affiliation Agreement between the American Water Works Association and the PNWS.

4.2.10 IDAHO WATER UTILITY COUNCIL

The purpose of this Committee is to monitor legislation as it affects water utilities in Idaho, and keep members informed. The legislative activities should be coordinated with policies of the AWWA.

4.2.11 OREGON WATER UTILITY COUNCIL

The purpose of this Committee is to monitor legislation as it affects water utilities in Oregon, and keep members informed. The legislative activities should be coordinated with policies of the AWWA.

4.2.12 ORWARN

The purpose of this Committee is to facilitate the activities of its members and Associate Members in implementing the Oregon Water/Wastewater Agency Response Network (ORWARN) which may facilitate mutual aid and assistance, communication and coordination, sponsor and conduct training activities and exercises, and conduct other

activities of mutual benefit to its Members and Associate Members. ORWARN may be provided benefits and services by the Pacific Northwest Section of the American Water Works Association (PNWS) as agreed by the Board of Trustees. The ORWARN is to be operated and managed at all times to comply with the terms and conditions of the Affiliation Agreement between the American Water Works Association and the PNWS.

4.2.13 PHILANTHROPIC ADVISORY COUNCIL (PAC)

The mission of this Committee is to continue the PNWS legacy of philanthropic excellence by promoting, supporting and overseeing the important work of Water For People, Water Equation, Education and Training Fund and other similar programs.

The Committee will include members with experience in fundraising and project management. Committee members will be as identified on the Committee's organizational structure shown below:

Member	**Term**	
Executive Officers		
Chair	2 years	
Vice Chair	2 years	
Secretary	2 years	
Treasurer	2 years	
Young Professional	2 years	
Representatives		
E&T Representative	1 year	Selected by E&T Committee
Scholarship Representative	1 year	Selected by Scholarship Committee
PNWS Trustee Liaison	Permanent	
PNWS Executive Director	Permanent	

The role of the PAC will be:

1. Provide oversight to all fundraising events
2. Provide fundraising training and education to improve effectiveness of all fundraising events
3. Evaluate current Section giving practices
4. Promote individual member donations and Subsection giving and provide acknowledgments for donations and giving
5. Monitor and provide recommendations to event planners to designate a portion of funds for unrestricted funds
6. Manage Section messaging and advertising of all fundraising events through PNWS Enewsletter; Constant Contact; Section website; Social Media; others as appropriate

7. Submit reports to the PNWS Board for each trustee meeting on the status of the Committee activities

The PAC will meet at least 6 times annually including at least one in person meeting.

4.2.14 PROGRAM COMMITTEE

This Committee has charge of selecting the speakers and making all arrangements for technical presentations at the conference. This Committee will coordinate with the Conference Planning Committee; A Vice-Chair shall be appointed to become Committee Chair the following year.

The Executive Director is the Board Liaison of this Committee.

4.2.15 PUBLICATIONS COMMITTEE

The purpose of the Publications Committee is to disseminate information to Section members, which serves to educate and keep the organization abreast of leading technologies and which attempts to reflect the policies, aims and direction of the Section membership and AWWA as a whole. The quarterly magazine Water Matters and the e-newsletter are provided to members to fulfill the stated purpose of the Committee

The Publications Committee shall oversee the production and publication of the quarterly magazine, *Water Matters*. The Committee will solicit articles for the publication and coordinate with the publishing company to prepare four issues of the magazine on approximately a quarterly basis, each year. The chair of the Committee shall be the Newsletter editor.

The producer of this publication is authorized to sell advertising space. The Committee and the publishing company producing the newsletter shall determine advertising rates.

In addition to the quarterly magazine, the Section produces a monthly e-newsletter delivered by email to members of the Section. This publication is coordinated by the Executive Director. Advertising space on the e-newsletter is available, and funds received from its advertising content are provided to the Publications Committee account.

4.2.16 PUBLIC INFORMATION COMMITTEE

This Committee's goal is to develop and disseminate information, recognize excellence in public communications, and provide education and training to industry professionals.

4.2.17 RESEARCH COMMITTEE

This Committee is to enhance and promote the development and dissemination of research across the drinking water industry. This includes the use and promotion of traditional research avenues, including universities and large research organizations, such

as the AWWA Research Foundation, as well as less traditional, but valuable research conducted by water professionals working in utility and/or consulting settings.

4.2.18 SCHOLARSHIP COMMITTEE

This Committee shall implement the PNWS-AWWA Scholarship program and will work closely with the Education and Training Endowment Fund Board of Directors for the promotion and expansion of the program.

The goal of the Scholarship Program is to assist AWWA members, those employed in the waterworks industry, and students who are pursuing formal education in water related fields to complete or advance their formal education in a waterworks related discipline.

The Scholarship Committee's responsibilities include: dissemination of applications and other pertinent information to colleges, universities, sub-sections, newsletters, PNWS-AWWA Web site and individual requests; review of applications and make recommendations to the PNWS-AWWA Board of Trustees for annual awards; and to periodically review and make recommendations for changes to the scholarship program.

AWWA membership is encouraged, but not required for scholarship requests. One-year paid student memberships may be awarded to the applicants as the Committee deems appropriate and as funds are available. Individuals accepted or enrolled in the last year of a two-year degree program, those who will have achieved junior or senior status and are enrolled in a four-year degree program or any student accepted or enrolled in a Masters or PhD program will be eligible to apply.

A point system shall be established and used by the Committee to rate the applications and to select the winners of the various scholarships to be awarded. The Committee shall allocate the funds budgeted by the PNWS-AWWA Board of Trustees as they deem appropriate, but they must assure that each perpetual scholarship (endowed scholarships in a Section Member's name) is awarded every year and that scholarships for the following levels of higher education are included each year: 2-year technical degree, bachelor's degree, and advanced degree (masters or PhD). The number and amount of scholarships per category, beyond those required will depend on the level of funding available and the Committee's recommendation.

The following criteria shall be used to evaluate scholarship applications:

- Scoring shall be weighted toward PNWS members family and attendees of institutions within the boundaries of the PNWS-AWWA.
- Scholarship
- AWWA Membership
- Professional, or scholastic associations or societies in addition to AWWA
- Waterworks certification
- Volunteer community service within the last five (5) years
- Education and career goals

- Personal history
- Completeness of application

The Scholarship Committee shall recommend to the PNWS-AWWA Board of Trustees the proposed recipients of the various PNWS-AWWA Scholarships, and the recipients shall be announced at the annual conference.

4.2.19 TRAINING COORDINATION COMMITTEE

The purpose of this Committee is to provide the Section with consolidated training information including an updated display of classes and training opportunities, allowing members and water professionals the ability to find the training from one web site location. The Committee will also provide tools and support to promote the Section's available training opportunities to attract attendance at Section and Sub-Section sponsored classes and training events. The Committee will also facilitate communication and coordination between Idaho, Oregon, and Washington operator certification programs and the PNWS-AWWA.

4.2.20 UTILITY MANAGEMENT COMMITTEE

The purpose of this Committee is to enhance the exchange of water system utility management experiences, processes and technologies allowing a forum to keep water utility managers abreast of current, relevant issues and information needed to manage a water system. This Committee shall also strive to provide an elected/appointed public official's professional development and networking opportunities to communicate the value of AWWA and its programs.

4.2.21 WAWARN

The purpose of this Committee is to facilitate the activities of its members and Associate Members in implementing the Washington Water/Wastewater Agency Response Network (WAWARN) which may facilitate mutual aid and assistance, communication and coordination, sponsor and conduct training activities and exercises, and conduct other activities of mutual benefit to its Members and Associate Members. WAWARN may be provided benefits and services by the Pacific Northwest Section of the American Water Works Association (PNWS) as agreed by the Board of Trustees. The WAWARN is to be operated and managed at all times to comply with the terms and conditions of the Affiliation Agreement between the American Water Works Association and the PNWS.

4.2.22 WASHINGTON WATER UTILITY COUNCIL

The purpose of this Committee is to monitor legislation as it affects water utilities in Washington, and keep members informed. The legislative activities should be coordinated with policies of the Association.

The mission of the Washington Water Utility Council shall be to promote public policies, legislation and regulations, which ensure an adequate quantity of high-quality potable water at the lowest reasonable cost.

4.2.23 WATER CONSERVATION COMMITTEE

The purpose of this Committee is to support, enhance and promote stewardship of water resources through developing, maintaining and disseminating water conservation related information and providing educational and training opportunities to industry professionals on water conservation plans, programs and concepts.

4.2.24 WATER QUALITY COMMITTEE

The purpose of this Committee is to advance and disseminate knowledge and information to the development and improvement of the science of water treatment by stimulating research in a physical, chemical and bacteriological analysis of water, the knowledge of the causes and effects of the pollution and/or methods of treatment.

4.2.25 WATER RESOURCE COMMITTEE

The purpose of this Committee is to gather data in regard to potential and existing water resources and utility management needs. They will also analyze situations and disseminate information.

4.2.26 WATER TREATMENT COMMITTEE

The purpose of this Committee is to gather and disseminate information and knowledge regarding the operation and design of water treatment facilities. The focus of the Committee is to be on treatment operations with the target audience being operators and those involved in training, regulating and providing technical assistance to operators.

4.2.27 YOUNG PROFESSIONALS COMMITTEE

The purpose of this Committee is to promote the growth and advancement of young and new professionals in the water industry.

An AWWA Young Professional (YP) is defined as any person 35 years of age or under or new to the water industry (within the last than 10 years).

4.2.28 AD HOC

These Committees shall be appointed by the Chair as needed.

5.0 ADMINISTRATION

5.1 EXECUTIVE DIRECTOR

Shall acknowledge and pay claims that fall within budgeted items. The Section Chair shall be consulted and approve payment of claims for items outside of budgeted categories, but within the approved budget contingency limit. The Executive Director will be responsible for annual evaluations of staff, vendors, and consultants. The evaluation should measure performance against the expectations in any written agreements, scopes, or job descriptions.

The Executive Director will be evaluated annually for performance based on the duties and expectations inside of the job description/contract and any goals or objectives set during previous evaluations. The Chair shall lead the evaluations with the Board, as a body, being responsible for the evaluation of the Executive Director providing input to the Executive Committee. The Executive Committee or current Chair will provide feedback and discuss the results of the evaluation with the Executive Director. The performance evaluations will be completed as closely as possible to the end of the year so that any actions of the Board needed can be executed at the next Board meeting

5.2 SECTION REPORTS AND UPDATES

Trustees, the Association Director, Treasurer, and Executive Director will submit written reports to the Board/membership at least twice annually. Report content should highlight Section activity that supports and is relevant to the mission, vision, strategic objectives and or Section goals.

5.3 AWWA ANNUAL CONFERENCE EXPENSES

The Section shall pay the expenses of the following Section Officers that attend the AWWA Annual Conference and Exhibition: The Association Director, the Association Director-Elect (when there is one), and the Chair in office at the time and the Executive Director when authorized to attend.

5.4 SECTION CONFERENCE REGISTRATION FEES

Each member or guest in attendance at any meeting of the Section must pay, at the time of registration, such registration fee as may be fixed by the Board for the meeting being held.

5.5 WAIVER OF SECTION CONFERENCE REGISTRATION FEES

Conference fees shall be waived at Section Conferences for: The immediate Past Chair, Chair, Chair-Elect, Executive Director, the AWWA Director, and their spouses.

5.6 COMPENSATION

Members of the Board shall not be compensated for service. However, nothing contained in the governing instruments of the corporation shall be construed to prevent any Board member from receiving reasonable compensation for other services rendered to, and in furtherance of the purposes and functions of the Section. Board members may be reimbursed for expenses incurred in connection with service as an officer of the Section, as allowed herein.

5.7 EARNINGS DISPERSAL

The Board shall not permit any part of the net earnings or capital of the corporation to inure to the benefit of any member, director, officer, trustee, or other private person or individual.

5.8 BOARD MEMBER EXPENSES FOR MEETINGS

The Section will offer financial assistance to defray Board member's and Treasurer hotel accommodation expenses for up to two nights at each of the Section's regularly scheduled Board meetings, including the Fall, and Spring Board meetings as needed. Rooms which include financial assistance from the Section will be standard single or double occupancy and not suites. All additional meeting expenses such as transportation; lodging expenses for more than two nights for each Board meeting; incidental lodging expenses (for example, phone, internet, room service, etc.); lodging expenses for meetings other than the Fall, and Spring Board meetings; and lodging expenses for attendance at the Section's annual conference shall be the responsibility of the Board member unless otherwise provided for in these rules. Lodging expenses for officers elect (including Chair-Elect-Elect and Trustee-Elect positions) as well as incoming Treasurer Appointee, if one has been appointed, will be considered for two nights at only the Spring Board meeting.

5.9 TRAVEL

The Board of Trustees will consider payment by the Section for travel expenses of Board and Section members. It is recognized that some Board and Section members need to attend Trustee meetings, seminars and national Committee meetings, which are essential to their role in the Section. Board and Section members, or Committees that anticipate such travel need to inform the Board of estimated expenses at the Fall Officers and Trustees Meeting to allow for adequate Section budgeting. Travel expenses to be considered shall be per 5.11 - CRITERIA FOR EXPENSE APPROVAL.

5.9.1 REIMBURSABLE TRAVEL EXPENSES

Reimbursable travel expenses will be considered by the Board of Trustees for a Board member or Section Member attendance at a Section or Association sponsored seminar,

conference, SAC meeting, Conference Planning Committee meeting, Committee meeting or other similar AWWA activity.

5.9.2 TRAVEL EXPENSE REQUEST

Committees that anticipate member and/or nonmember travel expenses need to request from the Board such estimated expenses at the Fall Trustees Meeting.

5.9.3 UNBUDGETED TRAVEL

Extraordinary, unbudgeted travel may arise after budgets have been set at the Fall meeting. To allow for these extraordinary travel requests, Board or Section members shall make request to the Section Executive Director who will then obtain approval of the Executive Committee of these extraordinary travel expenses.

5.9.4 TRAVEL EXPENSE APPROVAL

A Committee, Board member, or Section member submitting travel expenses in either their annual budget request or under the extraordinary request identified above, will not automatically be granted travel expenses.

5.9.5 REIMBURSEMENT

Members shall be reimbursed for their travel on committee business providing a budget for travel has been included within the committees annual budget. Reimbursement will be made via direct deposit with completed banking paperwork and receipts submitted to the Section Executive Director for processing.

5.10 OFFICIAL MEETINGS AND BUSINESS TRIPS

The Executive Director and any other Section Staff (when such staff exist) shall be reimbursed for travel and attendance to all meetings necessary in the conduct of Section business.

5.11 CRITERIA FOR EXPENSE APPROVAL

5.11.1 AIR TRAVEL

Air travel shall be limited to coach airfare plus necessary local transfers.

5.11.2 MILEAGE

Car mileage shall be allowed as per current IRS guidelines. Car travel for long trips where mileage allowance would exceed airfare will have expense reimbursement limited to the amount of coach airfare and only those meal and hotel expenses that would have been incurred by air travel.

5.11.3 REGISTRATION FEES

Registration fees per Section 5.4 of the ROP PNWS-AWWA.

5.11.4 LODGING

Reimbursement of motel or hotel (lodging) expenses, unless the hotel is closely associated with a Section Board meeting, Annual Conference, or Association meeting, will be guided per current Government Services Administration (GSA) lodging per diem rates (www.gsa.gov/perdiem) in effect at the time of the event. If the lodging expense is associated with a Board meeting, Annual Conference, or Association meeting, wherein the lodging has been negotiated by the Section or Association at a specific motel/hotel, then the maximum reimbursable expense for lodging shall not exceed the negotiated nightly standard room rate in effect for the planned event.

5.11.5 CLAIMS

All claims must be submitted to the Section Executive Director accompanied by receipts for airfare, motel or hotel, registration fees and any individual expenses in excess of $25.

5.12 EXPENSES FOR MEALS/REFRESHMENTS AT COMMITTEE ACTIVITIES

The Section will not pay the cost of meals and/or refreshments provided at Committee activities. The exception to this policy would be at seminars or workshops where the cost for meals and/or refreshments is included in a fee for the activity.

5.13 MONTHLY SECTION EXPENDITURE REPORT

The Executive Director of the Section shall prepare a report of all Section expenditures each month. The report is to be submitted to the Section Chair with copy for their acknowledgment signature. Said copy shall be returned to the Executive Director for retention in the Section files.

The Executive Director shall monitor, maintain, and report the approved Section's reserve fund balance with the monthly report. The standing definition of the reserve fund balance shall be determined as defined below:

> RESERVE FUND BALANCE DETERMINATION:
> An available contingency fund balance shall be held in reserve that is determined to be no less than either; thirty-percent of the general fund (not including the value of designated funds for WUC, WARN, E&T, and WFP) projected net worth divided by the planned total annual expenses for the Section; OR the total annual Section conference expenses for that year, (whichever amount is greater), and shall be held as a Reserve Fund Balance.

Modifications to the approved reserve fund balance are to be approved by the Board of Trustees.

5.14 MEMBERSHIP LIST

The Executive Director shall not, unless otherwise directed by the Board of Trustees, provide any person or organization with Section Membership List unless it is to be used for Section-sponsored training.

5.15 CONFERENCE ATTENDEE LIST

The Section Executive Director is allowed to provide the Conference Attendee registration list to the vendors who show at the Section's Annual Conference.

5.16 MEMBER STANDARD OF CONDUCT

Any Member may be expelled, suspended or otherwise disciplined, for any cause by majority vote of the Board of Trustees, following reasonable written notice to the Member, investigation, hearing, and discussion and decision of the Association's Board of Directors. In the case of expulsion or suspension, any unpaid dues or assessments are still payable by the Member.

5.17 ACTIONS AT SPECIAL MEETINGS OF THE BOARD

Actions at Special Meetings of the Board may be held by electronic means, including email, under the procedures set forth within Appendix C of these ROPs. All actions taken at Special Meetings shall be acknowledged by the Board of Trustees at the next regular meeting. As allowed by Oregon, Washington and Idaho statutes, actions by the Board of Trustees may be taken without a special meeting, so long as an action is approved by a majority of the Board of Trustees and evidenced by a consent resolution. The general provisions and rules for commencing and processing a Special Meeting is provided in Appendix C of this Rule of Procedures, which by reference, become a part of these Rules of Procedures.

6.0 ALTERNATES FOR SECTION ASSOCIATION DIRECTOR

6.1 ALTERNATES

Alternates for the Association Director shall be subject to all duties, responsibilities and restrictions of the elected Director, and shall be entitled to all privileges described therein for the Association's Board of Directors or Section Board of Trustees.

Alternates for the Association Director shall be:

- The Director-Elect, if chosen.
- Immediate Past Director.
- Chair-Elect, if chosen.
- Immediate Past Chair of the Section.
- Chair of the Section.

7.0 ELECTION ANNOUNCEMENT AND BALLOT PROCESS

7.1 ELECTION PROCESS

Once the Board of Trustees has accepted the list of proposed nominees, the Executive Director shall coordinate the public listing of the candidates and pertinent individual information about each candidate for distribution to the Section Members in the Fall newsletter. The Executive Director, following the distribution of the Fall newsletter shall also coordinate with a third-party electronic voting system to prepare the electronic voting and membership voting verification system. An announcement of the opening/closing dates and time of the voting system shall be electronically delivered to the Section membership at the time of the vote opening. Upon the closing of the ballots as fixed by the Executive Director, the results of the electronic collection of votes provided by the third-party system will be presented to the Executive Director. The closing of the votes will occur so that the results of the tally may be announced to the membership before the Spring Meeting.

7.2 BALLOT COUNTING AND REPORTING

Ballots will be collected by the third-party electronic voting system and provided to the Executive Director at the hour of closing. The Executive Director shall inform the Section Chair and Chair-Elect of the ballot results within 24-hours of the closing, by forwarding the ballot data.

a. The Section Chair shall not cast a vote for a Board position unless there is a tie between candidates. Should a tie occur in any of the voting categories, the Section Chairs' vote will be used to break the tie.

   The results of the election shall be held in confidence until all nominees have been notified of the results by the Section Chair.

PNWS-AWWA RULES OF PROCEDURE

APPENDIXES

SPECIFIC RULES, REGULATIONS, and PROCESSES

APPENDIX A – Financial Process and Internal Controls
APPENDIX B - ANNUAL CONFERENCE EXHIBIT RULES AND REGULATIONS
APPENDIX C - RULES FOR TAKING "ACTIONS AT SPECIAL MEETING FOR TRUSTEES"
APPENDIX D - OPERATING RULES FOR THE EDUCATION AND TRAINING ENDOWMENT BOARD
APPENDIX E – NOMINATING COMMITTEE TIMELINE AND ACTION ITEMS

APPENDIX A - FINANCIAL PROCESS AND INTERNAL CONTROLS

Board Adopted May 2017

Financial Process and Internal Controls

(Board Approved May 2017)

Background

In September 2015, the Section made the bookkeeping change from using Section staff to a contracted Certified Public Accountant (CPA). The transition from paper to electronic recordkeeping has improved the process and enabled simpler and faster financial reviews.

As a non-profit how does the Board ensure that their fiduciary responsibilities are being met? Transparency of process is essential. The Treasurer, Executive Director and now our CPA are monitoring monthly revenues and expenditures against the adopted annual budget and continually evaluating our internal controls to ensure the safeguarding of the Section's assets. Below outlines the financial process and internal controls that are in place between the Section Office and the CPA. This process combined with the $55,000 Fidelity Bond on our Executive Director and the $1 million liability policy held by our CPA firm provides protection for our membership and the association.

Financial Process

1. **Cash Receipts Walk-Through**
    a. We receive funds either by cash, check, or credit card.
        i. Cash is presented in person to the Executive Director at events or trainings that he attends. Cash is received in a sealed manila envelope and the outside of the envelope highlights the total cash inside and the signatures of the two volunteers who counted it. Once he has returned to the Section office, the Executive Director counts the cash for a third time verifying the amount. The cash amount in processed into Quickbooks crediting the appropriate general ledger account. The same day the deposit is recorded and made at US Bank. Cash collected at events that the Executive Director does not attend are deposited by the event coordinator who then mails a check to the Section office for that amount.
        ii. Checks are received from the PO Box. The checks receive a deposit stamp and are processed into QuickBooks. The deposit is recorded and made that same day at US Bank. All functions are done in the Section office.
        iii. Credit cards are processed through our online channels using Authorize.net for Section Conference income and either PayPal or Square for online registrations or purchases. Once a member chooses to pay by credit card they are taken to either the Authorize.net, PayPal or Square portal where they input their credit card information and it is processed. An email confirmation is sent to the accounting office and the customer. The accounting office then records the transaction into the Quickbooks system.

2. **Cash Disbursement Walk-Through**
    a. Cash disbursements are done primarily with checks and ACH payments.

i. Vendor bills or member reimbursements are sent to the Section PO Box or via email to the Section Office. The Executive Director approves the payment and forwards them via email to the bookkeeper with the appropriate general ledger account number. Bills/reimbursements are entered into the accounting system and sent to the Executive Director once again for final approval. Upon approval, the preferred method of payment – ACH payments are made and as a backup payment option checks are cut. The bookkeeper has up to ten pre-signed checks from the Executive Director.

ii. The CPA also processes payroll for the Executive Director and all payroll taxes. The ACH payroll is only paid twice a month. The amount is determined annually with the employment contract. There is no review and the Accounting office initiates the payment.

3. How Revenue is Generated

a. There are primarily three forms of revenue – association allotments from membership dues, our Section Conference and other networking or training registrations.

i. Association allotments are received via check and are sent to the Section PO Box.

ii. Conference revenues are received via electronic deposit from either Authorize.net or monthly from our online registration company.

iii. Networking or committee training registrations are processed via PayPal or Square. PayPal works in tandem with Constant Contact our Section's electronic event information service. A member clicks on the register now button on the Constant Contact flier which forwards them to PayPal to enter their credit card information and process their payment. Monthly, either the Executive Director or bookkeeper processes payment from the Section's PayPal account to the US Bank Merchant Account. The bookkeeper enters payment information into Quickbooks and credits the correct committee's general ledger account. Funds are transferred from the merchant account to either the Section's checking account or savings account as needed by either the bookkeeper or the Executive Director. Square is used primarily for onsite payments and is deposited into the Section's merchant account daily. The bookkeeper credits these payments to the appropriate committees' general ledger account.

4. Certificates of Deposit or Mutual Funds

a. The Section has mutual funds that are managed by a professional fund manager and Certificates of Deposit that held in various credit unions in the Portland area.

i. Quarterly CD statements are received at the Section PO Box. They are reconciled with Quickbooks by the Executive Director. As the CD's mature the Executive Director searches for the best rate of return in the Portland area, and if needed move the funds via check to the appropriate institution. CD's mature quarterly providing quick access to any needed funds.

ii. The Section has invested in mutual funds. The Executive Director works with a financial advisor to approve any needed changes to the fund to provide adequate growth and limit loss to the fund.

The funds are all liquid allowing access within three business days. The bookkeeper receives statements monthly and reconciles the statements with Quickbooks.

iii. The Education and Training Fund (E&T) has mutual funds. The E&T Fund Board works with a financial advisor to approve any needed changes to the fund to provide adequate growth and limit loss to the fund. The funds are all liquid allowing access within three business days. The bookkeeper receives statements monthly and reconciles the statements with Quickbooks.

5. Executive Director Expense Report Approval and Reimbursements

a. The Section has one credit card that is used by the Executive Director. It is used for Executive Director travel and immediate payment of expenses for networking or training events.

i. The Executive Director receives a monthly credit card statement via the PO Box. The statement is reconciled with the credit card receipts and processed for check payment by the Executive Director. The expense report is emailed to the Treasurer for any necessary feedback.

ii. The Executive Directors personal vehicle is often used to attend membership events or meetings. Mileage is tracked and reimbursement requested via the Mileage Reimbursement Form which is completed and mailed to the CPA as need arises. Reimbursement is made via ACH.

6. Monthly Financial Preparation and Annual Tax Return

a. The CPA takes all the above mentioned financial transactions that have been input into Quickbooks and creates monthly financial reports – these include: a balance sheet, profit and loss statement and a profit and loss/actual vs budget statement.

i. Financials are sent to the Executive Director for approval and forwarded to the Board.

ii. Monthly financial information is used to create a year-end statement as well as the Section's annual tax return.

iii. Subsections submit annual reports to the Executive Director that includes a record of activities, income and expenses, and highlights any charitable activities for the CPA to include with the annual Form 990. The Section provides any necessary receipts.

7. The annual tax return is sent to the Executive Director for approval and any payments due are paid via check by the Executive Director.Donations to E&T Fund

a. Funds raised at subsection or Section events for the Education and Training fund (E&T) are received at the Section office, these can include cash or checks and via PayPal or Square. These funds are accounted for in Quickbooks and at US Bank in the same way as transactions mentioned earlier.

i. Donations to the E&T Fund made from private donors outside of the current subsection or Section membership are received via check and mailed to the Section PO Box. These donations must be accompanied by a Donation Acknowledgement Form which communicates any stipulations or promised scholarship rate of return that the donor has agreed to. This form should be signed and dated by the donor, the E&T Fund Board Representative and the Section Executive Director.

ii. E&T Fund donations are deposited into the mutual funds twice a year via check – once after the Section Conference in May and prior to year-

end. As mentioned earlier, the CPA receives mutual fund statements monthly and reconciles those to Quickbooks.

8. Contracts

a. The Board may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the corporation. Such authority must be in writing and may be general or confined to specific instances.

9. Checks, Drafts, Notes, etc.

a. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such other manner as may from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Executive Director and countersigned by the Chair of the corporation.

10. Deposits

a. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board may select.

11. Gifts

a. The Board may accept on behalf of the corporation any contribution, gift, bequest, or device for the general purposes or for any special purpose of the corporation.

12. Audits

a. Section Finances. In accordance with AWWA requirements and ROP Section 2.6, the Treasurer shall see to an independent CPA audit or financial review of the Section finances no less than every three years. The independent CPA firm providing the audit must be different than the CPA firm performing bookkeeping for the Section. A copy of the report will be provided to the Section.

b. Subsection Finances. The Audit Committee will review the financial activities of at least one Subsection per year, with a goal of reviewing each Subsection every four years. Audit procedures will generally follow.

- The Section Audit Committee will select a Subsection to review and initiate contact with the Subsection Treasurer.
- The Section Audit Committee will obtain a copy of the latest Subsection Bylaws and review the documents for budget process, spending authorities, and other applicable procedures already established by the Subsection.
- The Section Audit Committee will obtain copies of Subsection meeting minutes that show approvals for budgets, expenditures, and/or applicable policies for the year under review.
- The Section Audit Committee will obtain a copy of the Subsection's approved budget and financial reports (if applicable) for the year under review.
- The Section Audit Committee will request a list of short schools, classes or events that the subsection hosted during the year under review.

- The Section Audit Committee will request copies of the bank statements and reconciliations from the Subsection Treasurer for the year under review.
- The Section Audit Committee will review the bank statements and select a sample of deposits and payments to review backup documentation.
- For a deposit transaction, the Subsection Treasurer should provide documentation of the deposit, including detail with amount and description of each receipt, category classification, and deposit slip (if applicable).
- For a payment transaction, the Subsection Treasurer should provide documentation of the payment, including copy of invoice/receipt, amount, category classification, and approval.
- Email all backup documentation to the Audit Committee Chair and Section Treasurer using the contact information provided below. Please email or call with any questions or concerns that arise during the review process.
- Upon completion of the Subsection review, the Section Audit Committee will submit a Review Report to the Subsection Board with a summary of the review and include any concerns and recommendations. Copies of the report will also be provided to the Executive Director and Board Chair.

APPENDIX B - ANNUAL CONFERENCE EXHIBIT RULES AND REGULATIONS

(updated October, 2020)

ANNUAL CONFERENCE EXHIBIT RULES AND REGULATIONS

A soft sell approach toward potential exhibitors should be taken by the Conference Planning Committee, when seeking exhibitors. Prior to making financial commitments to exhibit, the Committee shall provide potential exhibitors with information such as: exhibit dates, location, sponsor, projected attendance, exhibit hours, registration fees, booth size and rates, floor plan, application deadline, installation/dismantlement dates and times, space contract, etc. The use of a direct mail campaign has proved to be an effective tool for marketing the show.

Exhibit Space is provided with the understanding that PNWS AWWA and the property owner where the exhibition is taking place are not liable for any occurrences due to negligence of the exhibitor. Exhibitors agree to maintain insurance that will fully protect PNWS AWWA from any and all claims of any nature, including claims under the Worker's Compensation Act and for damages for personal injury, including death, which may arise in connection with the operation of the exhibitor's display and which are caused by negligence of the exhibitor. Exhibitors must provide a copy of said insurance to the Committee.

Consideration should be given to the projected size of the show, anticipated attendance and type of exhibits (e.g., table top, full exhibits) in setting booth rates.

In the event of cancellation by an exhibitor, the Committee will make the space available to another party requesting exhibit space based on the order in which the requests were received.

Each Exhibit Space will be defined for each conference location. Additional provisions may be made dependent upon the PNWS AWWA exhibit arrangements that may include a table, chair or open space. These amenities will be clearly detailed in the exhibit registration form. One electrical outlet, limited to 120 volt, single phase, and 60 hertz will be provided per space. The exhibitors at their own expense will provide other furnishings. Phone lines will not be available. Exhibitors will provide their own sign for their exhibits.

When possible, all exhibit spaces will be in one area of the Conference location as designed by the PNWS AWWA Conference Planning Committee.

All demonstrations and exhibits must be confined to the exhibit space and shall be limited to displays that can fit on the top of the table, or within the approved space for each exhibit. No exhibitor shall assign, sublet, or share the whole or any part of the exhibit space provided.

PNWS AWWA Board of Trustees or its authorized representative reserves the right to request modification of any questionable exhibit.

Exhibitors will make their own arrangements for delivery and receipt of any shipments related to their exhibit.

Exhibitors will make their own arrangements for any special audio-visual equipment or electronic equipment they need.

Exhibitors must have personnel at the Conference Exhibit Location to complete set-up prior to the beginning of the Conference. The exhibits area will be available for set-up as prescribed in the vendor exhibit registration/agreement.

No exhibits are to be dismantled prior to the close of the exhibit area as defined in the vendor exhibit registration/agreement. Any exhibitor dismantling booths prior to this time or alternative posted time will be banned from exhibiting at the next PNWS AWWA Annual Conference.

All persons must be registered as a delegate for the conference or as an exhibitor and must wear their conference registration or exhibitor nametag.

Exhibit booths shall be attended during periods the exhibits are open except for short durations of time.

Exhibits will only be open as prescribed in the vendor exhibit registration/agreement. Adjustments to this schedule may only be changed by special request from the Committee to the PNWS AWWA Board of Trustees. Each year, the Conference Planning Committee will set the exact hours and dates based on these guidelines and in cooperation with the Local Arrangements Committee. The schedule for the Exhibit Hall shall not conflict with the Business Lunch, Fun Night and Banquet.

The Conference Planning Committee has sole control over the admission of persons to the exhibit area.

Exhibitors will abide by all rules and regulations, as required by the exhibit facility.

Exhibit Space allocation shall be on the basis of "first-come, first-served". Other available spaces will be assigned at the discretion of the Conference Planning Committee.

PNWS AWWA is a non-profit Association. Provision of exhibit space is for product education and training purposes only. Direct sales are strictly prohibited.

The Exhibit fee shall entitle the exhibitor to one full Conference Registration that includes all meal functions. Exhibitors with more than one attendee must pay a registration fee in an amount that covers the cost of all Conference meals with the exception of the Conference Annual Banquet. The Conference Planning Committee determine meal costs.

Non-member Exhibitors must pay the Exhibit Fee plus one year's Individual Membership in AWWA.

Exhibit Rules and Regulations may be revised annually to reflect changes in cost, location, exhibit hours and any other item(s) that may change due to the location and/or size of the Section Conference.

The Conference Planning Committee is responsible for coordinating the activities of the exhibits. The Committee serves as the spokesman for the manufacturers, suppliers and consultants at the Board of Trustees' meeting and monitors the activities within the exhibit area.

Since the exhibits are a business activity of the manufacturers, suppliers and consultants, the Section treats all manufacturers, suppliers and consultants equally and no special privileges will be granted to any manufacturer, supplier or consultant without the concurrence of the Committee.

These Rules and Regulations apply to all organizations or individuals wishing to have Exhibits at the PNWS Annual Conference.

APPENDIX C – RULES FOR TAKING "ACTIONS AT SPECIAL MEETING FOR TRUSTEES"

APPENDIX C

Rules for taking an "Action At Special Meeting For Trustees"

1. A Special Meeting **for the purpose of taking action shall be reserved for urgent matters that cannot reasonably wait until the next regular meeting.**

2. All items **acted upon at** a Special Meeting shall be acknowledged at the next regular meeting.

3. All participants must have **the ability to participate electronically, including access to email and virtual meeting platforms.**

4. Trustees agree to **regularly monitor electronic communications. Unless otherwise notified to the Section Chair, Trustees are expected to review email and meeting notices at least every other day. Notice of a Special Meeting where action is proposed shall be provided to all Trustees at least forty-eight (48) hours in advance and shall include the meeting date, time, time zone, method of participation, and subject matter.**

5. A subject line identification shall be established and used in all subsequent emails for that topic. All email identifications shall start **"PNWS-AWWA Special Meeting – Call for Action: [Subject Matter Description]".**

6. Trustees agree to follow established procedures.

7. Only one subject/motion shall be presented at a time.

8. Discussion must be germane to the subject.

9. A majority **participation of the Trustees is required for discussion and action.**

10. A**pproval of any action requires an affirmative vote of a majority of the Trustees participating.**

11. Electronic **signatures and electronic voting are authorized. Emails or authenticated electronic responses submitted from a Trustee's recorded email address or approved virtual meeting platform shall constitute a valid electronic signature and vote.**

Special Meeting Process/Procedures

1. Any **Trustee may request that a topic be considered for action by the Board or a Committee.**

2. The Section Chair shall **determine whether a Special Meeting is warranted and, if so, shall issue notice specifying the date, time (including time zone), and method of participation (virtual, teleconference, or electronic), with a minimum of forty-eight (48) hours' notice.**

3. At **the scheduled time, the Section Chair shall call the Special Meeting to order, introduce the topic, and confirm the subject line or meeting identification to be used for all related communications.**

4. **The first Trustee to properly submit a motion shall be recognized as the maker of the motion.**

5. Any Trustee may second the motion (first responder "wins").

6. **The Chair shall restate the motion, identifying the maker and seconder for the record, and establish a discussion period. In the case of an email vote a discussion period of five (5) to ten (10) days is recommended unless otherwise determined by the Chair. In the case of a virtual or teleconference meeting the discussion period should be brief and at the Chair's discretion.**

7. Trustees shall acknowledge receipt of motion and participate in discussion, ask questions, and/or give information. Discussion should be germane, concise and professional..

8. Amendments to the motion can be proposed but require a second to the amended motion. The amended motion is then processed by Chair (discussion and vote on the amendment). If amendment passes, Chair asks for continued discussion on motion as amended, using same timeframe or extending it with general consent.

9. At end of set time, the Chair closes discussion and either the Chair, or their designee, shall call for the vote, setting a deadline for votes no later than 5 days following the close of the discussion.

10. All members vote using a simple yes or no. The Chair's ballot shall be held in abeyance and used only if a tie breaker vote is necessary. No further discussion or commentary should be included. Note: the maker, and seconder can vote.

11. At the end of that voting period, the Chair or their designee shall close the voting and announce the results stating the number for and against and the resulting action. An acceptance by a majority vote of the Trustees will finalize the action.

12. Upon completion of the process the Chair shall adjourn the Special Meeting.

13. At the conclusion of the meeting, the Executive Director shall record the action taken for inclusion in the official minute and for acknowledgment at next regular meeting.

14. The Chair or their designee shall notify any Committee(s) or individual(s) affected by vote.

APPENDIX D - OPERATING RULES FOR THE EDUCATION AND TRAINING ENDOWMENT BOARD

APPENDIX D

PURPOSE

The purpose for which the fund is organized is to encourage the making of and to receive gifts, benefactions and other donations by deed, will, direct gift, or otherwise, to establish and maintain scholarships to be awarded to individuals and members of the American Water Works Association – Pacific Northwest Section. These recipients will be selected by the PNWS Scholarship Committee.

EDUCATION AND TRAINING BOARD OF DIRECTORS

1. The Board of Directors shall consist of seven (7) members, all of whom shall be members of the American Water Works Association. The Board shall be comprised of the following members with respective terms. Board Members may be reappointed to one additional term by a majority vote of the PNWS-AWWA Board.

Member	Term
A past Chair of PNWS-AWWA	4 year
Three members of PNWS-AWWA	4 year
One Young Professional Member of PNWS-AWWA	2 year
PNWS-AWWA Executive Director	Permanent
PNWS Treasurer	4 year

2. The Board of Directors may be retained for one (1) additional term. Replacement of Directors will be as follows:

    a. Nominations will be submitted to the PNWS-AWWA Board of Trustees for consideration by the nominating committee comprised of the five (5) most recent past Chairs of PNWS-AWWA. Appointment will be confirmed by a majority vote of the PNWS-AWWA Board.
    b. The initial terms of office shall be staggered in a manner to prevent a large turnover in the Board of Directors.
    c. The Young Professional position will be appointed by the Chair of the PNWS-AWWA.

3. In the event of a vacancy on the Board of Directors, the current chair of the PNWS- AWWA, shall appoint an AWWA member to complete the unexpired term.

4. The Board of Directors shall elect from its membership a chairperson, a vice- chairperson and a secretary. The PNWS-AWWA Executive Director shall be the treasurer of the Fund.

5. Voting members of the Board of Directors will be the Chairperson, Vice-Chairperson, the Secretary and the two (2) Directors. The PNWS-AWWA Executive Director and the PNWS-AWWA Treasurer will not have voting privileges but are present at meetings for support, to carry out fiduciary responsibilities and provide transparency.

6. The Board of Directors shall meet at least quarterly at a time fixed by resolution of the Board of Directors and more frequently as it may be deemed for the best interests of the Fund. Special meetings may be called on twenty-four (24) hours written or oral notice to the members of the Board of Directors by the chairperson or by any two members. No notice other than recording of the resolution of the board fixing the time of the regular meetings need be given to the members. Each member is charged with knowledge of the contents of the minute's book. If all members are not present, casting a vote by electronic means by a member of the Board of Directors shall constitute their approval or disapproval of the action reflected in the minutes and taken at the meeting and shall have the same force and effect as though he/she had been present and voting at the meeting reflected by the minutes.

7. A quorum shall consist of three (3) voting members. To be considered present and a member of a quorum, a director may be physically present at the location of the meeting, or may be present through a telephone connection or other electronic means with each and every other member of the quorum. The affirmative vote of a majority of the Board of Directors present and voting shall carry any motion or resolution.

8. The Board of Directors shall establish written policies and procedures as may be necessary for the conduct of its business. It shall adopt standards and guidelines to guide in the expenditure of the income from the Fund which it may amend all within the stated purposes of this Fund. All policies and procedures shall be reviewed by the PNWS-AWWA Board of Trustees in accordance with procedures adopted by the Board of Trustees. Procedures and Policies shall be contained in one document approved by the PNWS-AWWA board.

9. The Board of Directors may maintain accounts with banks and brokerage firms as it may by resolution authorize and determine. All checks, electronic transfers and other documents transferring or expending any funds or assets in the Fund shall be executed by the PNWS-AWWA Executive Director. This section is intended as a grant of authority and is not intended to limit in any way the investment powers granted in this document.

10. At its discretion the Board of Directors may employ, at the expense of the Fund, such professional counseling on investments and legal matters as it deems to be for the best interest of the Fund. It is also empowered to employ a corporate trustee to invest assets of the Fund under customary agency relationships and to delegate to it in the name of the PNWS-AWWA any powers with reference to investment held by the Board of Directors.

11. The Board of Directors shall report in writing to the PNWS-AWWA Board of Trustees 20 days prior to each regularly scheduled meeting of the Trustees, or 20 days after a request by the chair of PNWS-AWWA. The report shall cover the period since the last written report. The report shall contain a list of all receipts and disbursements for the period and a list of all assets in the Fund as of the end of the period. The report shall be comprehensive and shall contain all information believed by the Board of Directors to be important. The report shall be signed by the chairperson, or in their absence the vice-chairperson, and the Secretary of the E&T Fund Board.

12. The Board of Directors shall prepare an Annual Report to be presented to the PNWS- AWWA Board of Trustees at their annual Spring meeting of the Trustees. The Annual Report shall be

a summary of all receipts and disbursements for the preceding year in a format prescribed by the PNWS-AWWA Treasurer; a list of assets of the Fund; a copy of all policies and procedures adopted by the Board during the preceding year; any other information believed by the Board of Directors to be important. A summary of this Annual Report shall be provided to the general membership of the PNWS- AWWA in electronic format.

13. The Board of Directors shall present a line item budget for proposed discretionary trust disbursements to the PNWS-AWWA Board of Trustees at the Fall Meeting. Disbursements, as used in this section, means those monies spent after expenses are paid, to achieve the purposes of the Fund. The PNWS-AWWA Board of Trustees shall have the power, by two-thirds vote of the members present, to veto the proposed budget, but shall have no power to alter or amend the proposed budget. If the proposed budget is vetoed, the Board of Directors shall prepare an alternative budget which shall be presented to the Trustees prior to their adjournment. If the alternative budget is rejected by a two- thirds vote of the members present, then the Trustees shall review the proposed distributions line by line and may veto any proposed distribution by a two-thirds vote. Any item not so vetoed shall be funded. Funds disbursed according to specific instructions of a donor/trustor shall not be subject to veto.

14. The Board of Directors shall maintain complete and accurate books of accounts in accordance with standard accounting procedures and may employ such professional help as it deems necessary in this connection. It shall cause the books to be audited annually by the PNWS Treasurer in time so that such audit report will be on file at the time of the Annual Meeting of the PNWS-AWWA Board of Trustees.

15. The Secretary shall maintain complete and accurate minutes of all the meetings of the Board of Directors and supply a copy thereof to each member of the PNWS-AWWA Board of Trustees within fourteen (14) days after the meeting.

16. If the chairperson is absent, the vice-chairperson shall preside at the Board of Directors meetings.

17. No member of the Board of Directors shall engage in any self-dealing or transactions with the Fund in which the member of the Board of Directors has direct or indirect financial interest and members shall at all times refrain from any conduct in which their personal interest would conflict with the interests of the Fund.

POWERS OF THE BOARD OF DIRECTORS

The Board of Directors, or any successors, is hereby authorized to have and exercise in its absolute discretion with reference to the Fund for and on behalf of and in the name of the PNWS-AWWA the following powers:

1. To receive the income, profits, and proceeds of the Fund, and to collect and receipt for the same, and pay all administrative and other necessary expenses in connection with it.

2. To refuse any restricted gift when, in their judgment, receipt of that gift would not be in the best interest of the Fund.

3. To purchase or otherwise acquire, and to retain, whether originally a part of this Fund or subsequently acquired, any and all stocks, bonds, notes, or other securities, including stocks or interests in investment trusts, as it may deem advisable and for the best interest of the Fund and the purposes for which it is established. Investments need not be diversified and may be made or retained with a view to a possible increase in value. The Board of Directors may at any time render liquid the Fund, in whole or in part, and hold cash or readily marketable securities of little or no yield for such period as they may deem advisable.

4. To execute and deliver any and all instruments in writing which it may deem advisable to carry out any of the foregoing powers. All documents relating to the transfer or expenditures of any income or assets in the Fund or encumbrance thereof shall be signed by the Chair of the E&T Fund Board.

5. The Board of Directors shall not permit income to accumulate unreasonably but shall use it with all diligence to accomplish the purposes for which this Fund has been established.

REMOVAL OF DIRECTORS

Directors shall be held to the prudent person standard. If a Director becomes seriously disabled or if a Director commits a breach of trust, the Board of the PNWS-AWWA may for such cause shown remove that Director. Such removal shall only be effective upon an affirmative vote to remove by two-thirds of the total Board of Trustees.

FUND DISSOLUTION

If, in the opinion of two-thirds (2/3) of the PNWS-AWWA Board of Trustees, the purposes of the PNWS-AWWA Education and Training Endowment Fund can be accomplished more effectively in another manner, the Board of Trustees may abolish the Fund, and all assets of the Fund shall be transferred to PNWS-AWWA general fund.

FUND TRANSFER POLICY AND PROCEDURE

1. All money received or dispersed by the Section is to be deposited into or paid from the General Fund (GF) and transferred between the Education & Training (E&T) Fund and the GF as appropriate. This is necessary to adequately track the financial transactions of the various funds of the Section.

2. The exception to the above would be accrued interest and increased value of principal funds invested by the E&T Fund.

3. Once money has been received into the GF it will be transferred to the E&T Fund within 30 days. This includes money designated from manufacturer's fees at the Spring Conference.

4. The Secretary/Treasurer will notify the E&T Board Chairman with the details of any contribution so the E&T Fund can acknowledge the contribution.

5. Funds transferred to the E&T Fund should be considered principal and any transfer from the E&T Fund requires approval of the E&T Board.

6. The E&T Board will notify the PNWS-AWWA Board at the Winter Trustees' Meeting, the funds available for Scholarships for the year. The E&T Board will estimate the amount of funds available for scholarships for the coming year.

7. The E&T Board will approve transfer of their annual commitment toward scholarships to the GF by June 30 of each calendar year.

PERPETUAL SCHOLARSHIP ENDOWMENT POLICY AND PROCEDURE

1. A perpetual scholarship may be established in the name of a current or past PNWS- AWWA Section Member. This dedicated scholarship will be given annually to a worthy recipient for as long as the E&T Endowment Fund of the PNWS-AWWA exists.

2. Perpetual scholarships established prior to January 1st, 2016 of $5,000 or more, the annual amount of the scholarship will be 10% of the total endowment in that person's name.

3. The minimum endowment amount for a perpetual scholarship is $10,000. The amount of the annual scholarship will be at least five (5) percent of the total endowment in a person's name.

4. Scholarships will be awarded to qualified applicants decided by the Section Scholarship Committee.

5. All funds received in a person's name for the ten-year period following the initiation of the endowed scholarship, regardless of the disbursement of these funds over time, will be credited to the scholarship's account and will be the basis for the perpetual scholarship award.

6. If, after a ten-year period, the funds collected do not accumulate to $10,000 or more, the contributions will be carried forward as a normal donation to the E&T Endowment Fund and the names will be added to the legacy scholarship list.

APPENDIX E – NOMINATING COMMITTEE TIMELINE AND ACTION ITEMS

Nominating Committee (NC) Process and Schedule

- September: Section Chair contact last five (5) Past Chairs to confirm availability and commitment to NC
- September: Section Chair may appoint three (3) additional members to the NC
- September: NC Chair develop committee meeting schedule
- September: NC Chair contact Subsection leadership and committee leadership to recruit candidates. Deadline for submissions – December 31, 2020
- October - December: Active Recruiting
- December 31: Deadline for submission of candidates
- January: NC review of candidates
- February 1: Instigation of Candidate Screening Committee (at the discretion of the Section Chair). Screening Committee to consist of (Section Chair, Executive Director and Section Chair Elect)
- February 15: NC Chair submit potential candidates to Candidate Screening committee (if implemented)
- March-April: Candidates interviewed by Candidate Screening Committee
- May: Slate of Candidates approved by Board at Annual Spring Board Meeting
- September: Candidate Biography's due
- October and November: Candidates announced in PNWS Enewsletter and voting emailed to membership
- Dec 31: Voting concluded
- January: Candidates notified
- February: Winter Board Meeting. New Board Members approved.
- May (Spring Annual Meeting): New board members take office

Notes:

1. *The Nominating Committee will need to include candidates for consideration of a replacement Treasurer every three years. Selection of Treasurer to occur by the Board at the Fall Trustees meeting.*

APPENDIX F – Budget and Finance Committee-Evaluation of Annual Conference and Section Training Pricing

APPENDEX F

Purpose – To provide guidance to future Boards on adjusting pricing for both the Section Conference and subsection/committee training. Historically Boards have had a difficult time increasing pricing for training ultimately causing funding gaps for future member value/engagement opportunities.

Process– As part of the annual Section budgeting process, the Budget and Finance Committee will annually conduct a comparative pricing analysis of both our annual conference and committee/subsection training fees.

The below criteria should be considered and if fee increases are warranted, recommendations should be included in the budget for Board review and approval at the fall meeting.

1. Is the pricing for our Section Conference and stand-alone trainings competitive and aligned with other Associations within our Section?
    a. Both attendee and vendor pricing to be considered
2. Has inflation and/or CPI increased more than 5% since the last conference and/or training pricing increase?

When considering any finance committee recommendations, the Board of Directors should consider the potential costs on diversity and inclusivity for all our conference and training participants, ensuring that our training and events remain accessible to a wide range of members. Any pricing changes approved by the Board of Directors will be communicated to our members in advance of the current year end with price increases taking effect at the New Year.