BYLAWS OF THE NEVADA
SECTION OF THE
AIR AND WASTE MANAGEMENT ASSOCIATION

Promulgated May 13, 2009

Amended – April 6, 2017

ARTICLE I - NAME, AREA, ADDRESS

Section 1 - Name
This organization shall be known as the Nevada Section (hereinafter referred to as the "Section") and is one of the geographic Sections of the Air and Waste Management Association, (hereinafter referred to as the "Association").

Section 2 - Area
The geographic area of the Section shall consist of the geographic boundaries of the State of Nevada.

Section 3 - Address
The address of the Section shall be the place of business of the incumbent or current Chair.

Section 4 – Articles of Incorporation
The Section may incorporate, or otherwise be categorized under Nevada Revised Statutes (NRS) Chapter 81 as an unincorporated non-profit association. The Section's assigned Employer Identification Number (EIN) is 81-1601929.

ARTICLE II - PURPOSE

Section 1
It shall be the purpose of the Section to further the mission and objectives of the Association by promoting state-wide participation in AWMA activities, advocate environmental resource development and protection, and facilitate education and cooperation in parties with environmental concerns.

Section 2 – Mission and Objectives
The mission of the Section is to promote a clean environment, provide leadership in the fields of air pollution control and waste management, promote a sense of environmental responsibility, and serve its membership and the public consistent with the mission and objectives as stated in the Association Bylaws.

Section 3
The Section shall have the powers granted to it by the Association and shall have the authorization to act as an agent of the Association, provided, however, that the Section shall not engage in activities or exercise powers not permitted under Section 501(c)(3) of the Internal Revenue Code of 1954.
ARTICLE III - MEMBERSHIP

Section 1
Membership is available to persons residing in or conducting business within the geographic area of the Section. Any Association Member who resides or has a primary work location within the geographic boundary of the Section is automatically considered a member of the Section and is entitled to engage in Section Member activities upon payment of dues to the Association in the amount and manner specified by the Association’s Board of Directors.

ARTICLE IV - BOARD OF DIRECTORS

Section 1 - Officers
(a) There shall be four Section Officers designated as Chair, Vice Chair, Treasurer, and Secretary.
(b) Officers shall be elected to serve a one year term by a majority vote of the members voting. They shall hold office for the ensuing year(s) or until their successors have been elected and have taken office.
(c) Neither the Chair nor the Vice Chair shall hold the same executive position for more than one term without interruption of a term period.
(d) The most recently retired Chair shall be a member of the Executive Board as Chair Emeritus.
(e) The normal rotation cycle for Section Officers is the Secretary becomes Treasurer, Treasurer becomes Vice Chair, and Vice Chair becomes Chair.

Section 2 – Voting for Officers and Directors
(a) Nominees submitted to the membership by the Nominating Committee shall be eligible for election to the positions of Officers and Directors.
(b) Ballot transmittal shall be accomplished by e-mail, by other electronic communication, hand-delivered, or postal mailing to the last address of record before April 15. A date not later than April 30 shall be specified for the return of the ballot.

Section 3 - Special Directors
Special Directors may be established by the Board. Special Directors shall be entitled to the same voting rights as other Directors.

Section 4 - Responsibilities
(a) The executive, financial, and general administrative functions of the Section shall be vested in the Board of Directors (hereinafter referred to as the "Board") whose members shall be the Officers, Directors, Special Directors, and the Chair Emeritus.
(b) Interim vacancies of elected Officers or Directors shall be filled by appointment by the Board until successors have been elected at the next Section election.

Section 5
All Officers, Directors, Special Directors, and other members of the Board shall be members of the Association prior to nomination.

Section 6
The Officers and other members of the Board shall serve without remuneration.

Section 7 - Directors
There shall be a Program Director, Membership Director, and Media Director. Each Director shall be elected to serve a one-year term.

ARTICLE V - DUTIES OF OFFICERS

Section 1 - Chair
The Chair shall:
- Preside at meetings of the Section;
- Call such special meetings as may be necessary;
- Appoint the membership and the Chair of Standing and Temporary committees.
- Appoint an Auditor as appropriate;
- Be the final authority, within the Chair’s jurisdiction, on the Constitution and Bylaws of the Section;
- Be authorized, in the absence of the Treasurer, to execute financial transactions on behalf of the Section as directed by the Board; and
- Conduct both internal and external business on behalf of the Section;
- For purposes of compliance with NRS 81.720, serve as the Manager of the Section; and
- Prepare an annual report to the Association Headquarters regarding affairs of the Section, active membership, summary of public meetings, business transactions, and Treasurer's report.

Section 2 - Vice Chair
The Vice Chair shall:
- Preside at meetings in the absence of the Chair; and
- Assume powers and duties of the Chair should the Chair be unable to perform.

Section 3 - Treasurer
Subject to the supervision and direction of the Board, the Treasurer shall:
- Receive monies of the Section and deposit or invest them as directed by the Board;
- Disburse monies as directed by the Section or by the Board;
- Keep accurate and complete records of all financial transactions;
- Furnish a financial report at the business meetings of the Section or as called for by the Chair and/or Board;
- Submit his records and accounts for audit on an annual basis by an auditor appointed by the Chair;
- Provide and submit, with Board approval, any annual filings to the IRS and the Nevada Secretary of State, if required; and
- Surrender at the end of his or her term of office to the succeeding Treasurer, or to such person as may be authorized by the Chair to receive them, all properties and records of the Section and/or the Association as may be in his or her custody.
Section 4 - Secretary
The Secretary shall:

- Give written notice of general business, technical, special and Board meetings,
- Keep a record of the minutes of meetings of the Section and Board;
- Surrender at the end of his/her term of office to the succeeding Secretary, or to such person as may be authorized by the Chair to receive them, all properties and records of the Section and/or Association as may be in his/her custody.

Section 5 – Program Director
Subject to the supervision and direction of the Board, the Program Director shall:

- Secure speakers for monthly Section meetings, and
- Make physical arrangements for the meeting to be held.

Section 6 – Membership Director
Subject to the supervision and direction of the Board, the Membership Director shall:

- Promote the growth of the Association by soliciting membership in the Association, and
- Maintain a current membership list for use by the Board.

Section 7 – Media Director
Subject to the supervision and direction of the Board, the Media Director shall:

- Promote Section events and coordinate the preparation, publication, and distribution of the Section newsletter, and
- In cooperation with the Board, prepare public information releases relevant to Section activities.

ARTICLE VI- COMMITTEES

Section 1 – Nominating Committee
The Section Board shall appoint a temporary Nominating Committee consisting of the present Chairman, two other members of the Board, and two members of the Section. The Committee members shall be appointed at least sixty (60) days prior to the Section meeting that will include the voting for offices. The function of the Committee is to propose candidates for the elective offices of the Board.

Section 2 – Other Committees
The Section Board may appoint temporary committees as it deems necessary, provided such appointment does not conflict with other provisions of the Bylaws. There are no Standing Committees.

ARTICLE VII - OPERATIONS

Section 1 - Dues
No additional Annual dues for membership in the Section in excess of the amount assessed by the Association’s Board of Directors may be established by the Section Board.
Section 2 – Calendar
Annual meetings of the members shall be held on the second Wednesday of May each year or at such other time as may be set by the Board, at which the members shall elect by vote the members of the Board and transact such other business as may be properly be brought before the meeting.

The fiscal year will be the calendar year, the membership year, and the operating year of the Section shall be June 1 to May 31 during which at least four (4) board meetings and at least four (4) technical meetings shall be held.

Section 3 - Meetings
Board meetings may be called by the Section Chair, the Secretary, or upon a resolution of the Board, or by written request of members delegates consisting of at least 10% of the entire membership of the Section by notifying the members of the Board. The Board shall designate the dates for the general business and technical meetings and the Secretary shall give written notices thereof.

Section 4 – Quorum
Fifteen (15) active members shall constitute a quorum for any general business or special meeting. Four (4) members of the Board shall constitute a quorum for a meeting of the Board.

Section 5 – Voting
Only members of the Section are entitled to vote in person, email, by written ballot, or by written proxy. Unless otherwise provided, a majority vote of the members shall rule.

Section 6 - Elections
The Nominating Committee shall prepare a list of nominees for Officers and Directors, obtain their acceptance, and present the slate at the business meeting when elections are scheduled. Additional nominations may be made from the floor. The nominees must be current AWMA members and should reflect employment and demographic representation to ensure a broad and fair administration of the business of the Section. The new Officers and Directors will assume their duties as specified by the Board.

Section 7 - Rules of Order
Unless otherwise provided, "Robert's Rules of Order" shall govern the procedure for all meetings.

ARTICLE VIII - CHAPTERS

Section 1
Upon written petition of ten or more members of the Association, the Board may recommend the establishment of one or more Chapters in accordance with Bylaws and practices of the Association.

Section 2
The Bylaws of any Chapter established under this Article shall be subject to approval by the Section and the Association. After initial approval of the Bylaws, the internal affairs
shall be the responsibility of the Chapters. If, however, the Chapter has not had a
teaming of more than ten members in a year, the Board may intervene and assist
members in the area to do so. If after all reasonable efforts have failed, the Board may
recommend dissolution of a chapter in accordance with the Bylaws and policies of the
Association.

Section 3
Chapter members shall pay Section dues and shall be entitled to all privileges of Section
Membership.

Section 4
Chapters established under this Article shall be financially self-supporting. No financial
commitment by any Chapter shall be binding upon the Section.

ARTICLE IX – AMENDMENTS

Section 1
Any member may propose an amendment of the Bylaws to the Board. Before the
amendment can be submitted for consideration of the membership, it must be approved
by a majority of the Board or bear the written endorsement of at least twenty-five (25)
members.

Section 2
The Board shall promptly submit to the membership any proposed amendment approved
or endorsed as provided in Section 1.

Notice of any proposed amendment, a notice of the business meeting at which the
amendment is to be considered, and official ballot, and a proxy form shall be mailed or e-
mailed to each voting member, at such address as appears in the records of the
Association. The Secretary shall mail the documents not less than forty-five (45) days
prior to the business meeting at which the amendment is to be considered.

Section 3
Unless otherwise noted in the amendment, should a proposed amendment receive the
necessary two-thirds (2/3) vote for adoption, it shall become effective immediately and
shall be made a part of these Bylaws, and the members shall be notified accordingly.

Section 4
Within 90 days after amending the Section Bylaws, the Secretary shall submit a copy of
the amended Bylaws to the Headquarters of the Association.

Section 5
Any section of the Bylaws or amendments adopted hereafter which conflict with a
Bylaws or policy of the Association are null and void.

ARTICLE X - DISSOLUTION

The Nevada Section of the Air and Waste Management Association is organized
exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court or competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

I attest that the foregoing Bylaws were duly amended on April 6, 2017, in accordance with the provisions for amending these Bylaws.

Sarah Hoffman
Chairman

Brian Loffman
Vice-Chairman