

**CONSTITUTION AND BYLAWS
OF THE
"HIGH PLAINS" CHAPTER
OF THE
AIR & WASTE MANAGEMENT ASSOCIATION**

(As amended December, 2008)

ARTICLE I

Section 1.

This organization shall be known as the "High Plains" Chapter (hereinafter referred to as the "Chapter") of the Southwest Section of the Air & Waste Management Association (hereinafter referred to as the "Association").

Section 2.

The geographical area of the Chapter shall consist of the "High Plains" region of Northwest Texas. It consists of the Postal Zip Codes 79000 -79799.

Section 3.

The address of the Chapter shall be that of the incumbent Chairman.

ARTICLE II

PURPOSE

Section 1.

It is the purpose of the Chapter to promote better understanding of the problems of air, waste, and environmental science management and related concerns among government agencies, research personnel, educators, representatives of industry, and the general public within the geographical area of the Chapter, and to work toward the resolution of those problems. It is also the purpose of the Chapter to promote closer professional and personal relations among members of the Chapter and to further the mission and objectives of the Association.

Section 2.

The Chapter shall have all the powers granted to it by the Association and can do all things necessary and incident to its purposes provided, however, that the Chapter shall not engage in any activities or exercise any powers not permitted under Chapter 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE III

MEMBERSHIP

Section 1.

The membership of the Chapter shall consist of Members, Honorary Associates, Student Associates, and Local Associates as defined hereinafter. Membership is available to persons residing in or conducting business within the geographical area of the Chapter.

(A) Members: Any member of the Association who supports the purpose of the Chapter is eligible to become an active member of the Chapter and is entitled to engage in all Chapter activities subject to other provisions of

these Bylaws.

(B) Honorary Chapter Associates: Honorary associateship, not exceeding one each year, may be conferred upon a person who has attained eminence in some field related to the purpose of the Chapter or who has rendered valuable service to the Chapter. Approval of their associateship must be by vote of the Executive Board of the Chapter. Honorary Associates of the Chapter living in the geographic area of the Chapter are entitled to all privileges and prerogatives of Local Associates but are excused from the payment of dues.

(C) Student Associates: Any full-time student at the level of senior in high school or above shall be eligible to be a Student associate but shall not have the privileges of nominating, voting, or holding office.

(D) Local Associates: Chapter associates who are not members of the Association do not have Association member privileges; they shall be known as Local Associates, and shall be encouraged to become active members of the Association. Local Associates are precluded from holding office in this Chapter, and may not vote in Chapter elections.

ARTICLE IV OFFICERS, DIRECTORS, EXECUTIVE BOARD

Section 1. Officers

(a) There shall be four Chapter Officers designated as Chairman, Vice Chairman, Secretary and Treasurer. For the purpose of this Constitution and these Bylaws the term "Chairman" is not meant to be gender specific. It refers to those persons, male or female, carrying out the duties described in Article V of this Constitution and Bylaws.

(b) Officers shall be elected to serve a two-year term by a majority vote of the members voting. They shall hold office for the ensuing years or until their successors have been elected and have taken office.

(c) The Chairman and Vice Chairman shall not hold the same office for more than one term.

(d) The immediate past Chairman shall be a member of the Executive Board.

Section 2. Directors

There shall be two Directors of the Chapter. Directors shall be elected to serve a two-year term by a majority vote of the members voting. They shall hold office for the ensuing years or until their successors have been elected and have taken office.

Section 3. Special Directors

Directors of the Association and the Section living within the area of the Chapter shall be Special Directors of the Chapter.

Section 4. Executive Board

(a) The executive, financial, and general administrative functions of the Chapter shall be vested in the Executive Board (hereinafter referred to as the "Board") whose members shall be the Officers, Directors, Special Directors, and the immediate past Chairman.

(b) Interim vacancies of elected Officers or Directors shall be filled by appointment by the Board until successors have been elected at the next Annual Meeting.

Section 5.

All Officers, Directors, Special Directors and other members of the Board shall be members of the Association.

Section 6.

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

ARTICLE V

DUTIES OF OFFICERS

Section 1. Chairman:

The Chairman shall: preside at all meetings of the Chapter; call such special meetings as may be necessary; appoint the membership and the Chairman of all Standing and Temporary committees; appoint an Auditor on an annual basis; be the final authority, within his jurisdiction, on the Constitution and Bylaws of the Chapter; be authorized, in the absence of the Treasurer, to sign checks or make other financial transactions on behalf of the Chapter as directed by the Board; and conduct both internal and external business on behalf of the Chapter.

Section 2. Vice Chairman:

The Vice Chairman shall: preside at all meetings in the absence of the Chairman; and assume all powers and duties of the Chairman should the Chairman be unable to so perform. He shall also serve as Chair of the Program Committee.

Section 3. Secretary:

The Secretary shall: give written notice of general business, technical, special, and Board meetings, keep a record of the minutes of all meetings of the Chapter and Board; conduct appropriate correspondence of the Chapter; make an annual report to the Southwest Section Secretary regarding affairs of the Chapter, active membership, summary of public meetings, business transactions, and Treasurer's report; and surrender at the end of his term of office to his successor, or such person as may be authorized by the Chairman to receive them, all properties and records of the Chapter and/or Association as may be in his custody. Additionally the Secretary shall provide to all new Chapter members a copy of this constitution and Bylaws and the Chapter's Policy and Precedents file to any other member upon the request of that member.

Section 4. Treasurer:

The Treasurer shall: receive all moneys of the Chapter and deposit or invest them as directed by the Board; disburse moneys as directed by the Chapter or by the Board; keep accurate and complete records of all financial transactions; furnish a financial report at the business meetings of the Chapter or as called for by the Chairman and/or the Board.

ARTICLE VI

COMMITTEES

Section 1. Standing Committees

The Standing Committees of the Chapter are:

Membership Committee: which shall promote the growth of the Association by soliciting membership in the Chapter and Association.

Nominating Committee: consisting of one member as Chairman and two other members.

Program Committee shall secure speakers and arrange and present the program for technical meetings.

Audit Committee consisting of the Treasurer, the Incoming Treasurer and one neutral non-office holding Chapter member.

Other standing Committees may be established by the Board to promote the purposes of the Chapter.

Section 2.

Standing Committee Chairmen shall prepare and submit an annual report.

Section 3. Other Committees

The Chapter Chairman may appoint temporary committees as deemed necessary, provided such appointment does not conflict with other provisions of the Bylaws.

ARTICLE VII OPERATIONS

Section 1. Dues:

Annual dues may be established by the Board.

Section 2. Calendar:

The fiscal year, the membership year and the operating year of the Chapter shall be January 1 to December 31 during which at least one technical meeting shall be held.

Section 3. Meetings:

Board meetings may be called by the Chapter Chairman by notifying the members of the Board. The Board shall designate the dates for the general business, special business, and technical meetings and the Secretary shall give written or electronic notices thereof.

Section 4. Quorum:

Ten (10) members who are entitled to vote shall constitute a quorum for any general or special business meeting. Four (4) members of the Board shall constitute a quorum for a meeting of the Board.

Section 5. Voting:

(a) Only Members, Honorary members and Local Associates of the Chapter are entitled to vote.

(b) The board may present issues to the membership for vote at a business meeting or by mail ballot.

(c) Voting will be accomplished by ballot cast in person by the membership at a business meeting. Unless otherwise provided, a majority vote of the members present and voting at the meeting shall rule.

(d) The Board may mail or e-mail ballots to all members of record entitled to vote at their addresses of record. A majority vote of ballots returned within 30 days 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 shall reflect employment and geographic representation to ensure a broad and fair administration of the business of the Chapter. The new Officers and Directors will assume their duties upon election.

Section 7. Rules of Order:

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

Section 8.

Chapter members, including Local Associates, shall pay Section dues and shall be entitled to all privileges of Section membership.

Section 9.

No financial commitment by the Chapter shall be binding upon the Section.

Section 10:

A Chapter Policy and Precedents file will be kept by the Secretary noting policies and operational procedures of the Chapter.

ARTICLE VIII
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 the Board or bear the written endorsement of at least twenty-five percent of the dues paying members.

Section 2.

The Board shall promptly submit to the membership any proposed amendment approved or endorsed as provided in Section 1. Adoption shall require affirmation by two-thirds of the votes cast at a regular business meeting for which due notice has been given, or two-thirds of the ballots cast by mail or e-mail as provided herein. Amendments shall become effective immediately upon adoption by such two-thirds majority vote.

Section 3.

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

ARTICLE IX
DISSOLUTION

In the event of dissolution of the Chapter, any remaining assets after discharge of all liabilities and obligations shall be transferred to the Association or a successor organization. No part of the net earnings of the organization shall

inure to the benefit of any private shareholder or individual. Upon dissolution, if the Association is unable, unwilling or ineligible to receive assets, they will be distributed to one or more organizations exempt Section 5.01(c)(3) of the Internal Revenue Code of 1954.