

**MANUFACTURERS/ASSOCIATED COUNCIL
BY-LAWS
OHIO SECTION OF AMERICAN WATER WORKS ASSOCIATION**

ARTICLE 1 – PURPOSE

Section 1.1 The purpose of the Ohio Manufacturers/Associated (MAC) of the Ohio Section (Section) shall be to carry out the duties and responsibilities that may be assigned to the Manufacturers/Associates Council by the Board of Governors and to provide responsible representation of Manufacturer/Associate members in the Ohio Section of AWWA; develop programs and activities for Manufacturer/Associate; encourage Manufacturer/Associate membership and participation in the Ohio Section of AWWA; provide policy input and develop response and commitment within the framework of the Ohio Section of AWWA on matters affecting Manufacturer/Associate members

Section 1.2 The MAC of Ohio primary responsibility is for the exhibits and associated functions at the State Section Meeting. This will include, but not be limited to:

Establishing guidelines for conference exhibits

Monitor and evaluate exhibits

Assist Section Governing Board and/or Local Arrangement Committee with site negotiations

Sponsor and participate in exhibits “Meet and Greet.”

Conduct product and services forums at Section and District Conferences and Meetings.

ARTICLE 2 – ORGANIZATION

Section 1 – Membership

1.1 The MAC shall be composed of a minimum of thirteen (13) members. There shall be a Chairman and three (3) representatives from each of the four (4) Districts of the Section. All MAC members must be an active member in the AWWA from the consultant, manufacturer, contractor or distributor of equipment and supplies including representative’s category. Of the twelve (12) representatives from the districts (three (3) from each district), the MAC Nominating Committee will appoint two (2) from each district and one (1) by the respective District Chair. The representatives from any district shall be blended to ensure both consultant, manufacturer and distributor participation.

1.2 Should a vacancy occur on the MAC, the Nominating Committee shall appoint a replacement.

1.3 The Section Chair may appoint a contact person to provide liaison with the Section Governing Board.

Section 2 – Officers and Terms of Office

2.1 The officers of the MAC shall be a Chair, Vice-Chair and Secretary.

2.2 Conflict with OAWWA By-Laws the MAC members shall elect the Chair and he shall be a current or past member of MAC. The term of office for the Chair shall be two (2) years with no succession to another term. If the Chair is elected from the MAC membership, the Nominating Committee shall select a replacement.

2.3 The Vice-Chair shall be a member of the MAC and elected by the members for a two (2) year term. The Vice-Chair may succeed in office one time. There is no automatic succession to the Chair.

2.4 The Secretary shall be appointed by the Council annually, but shall have no vote unless he (she) is a member of Council.

Section 3 – Committees and Responsibilities

3.1 The MAC committees shall include an Executive Committee and four (4) Standing Committees, titled Exhibits, Technical & Education, Finance, and Nominations. Ad Hoc Committees may be appointed by the Chair as deemed necessary.

3.2 The MAC Executive Committee shall consist of the MAC Chair as Chair and the Vice-Chair, Secretary and Standing Committee Chairs as members. The Executive Committee is responsible for the day-to-day operation of the MAC; for approving initial drafts of testimony, legislation and other such documents as the MAC prepares; for approving changes in documents previously approved by the MAC; and for other such activities as may be delegated to it by the MAC or required for continuing operation of the MAC. Four (4) members of the executive committee in attendance shall constitute a quorum.

3.3 The Standing Committees Chair shall be members of the MAC and appointed by the MAC Chair for one-year terms. The four (4) Districts must be represented by the four (4) Chairs.

3.4 Ad Hoc Committees may be appointed by the MAC Chair as circumstances dictate, and as approved by the MAC members. The Chairs of Ad Hoc Committees must be MAC members.

3.5 The members of the Standing Committees and Ad Hoc Committees shall be appointed by the MAC Chair. It is preferred that all committee members be selected from the MAC membership, recognizing the different districts, however non-MAC members may be appointed to any committee, but their number must be less than the MAC member on any committee.

3.6 The Exhibits Committee shall be made up of at least three (3) members; the Chair shall be the previous year's conference Exhibits Local Arrangement Representative, the second selected from the district hosting the upcoming year's conference, and the third from the district hosting the following year's conference. They will interact with the Local Arrangements Committee, MAC, and the Governing Board to organize the functions and coordinate the activities of the exhibits.

3.7 The Public Relations/Newsletter Committee shall be made up of the Committee Chair and as many members as may be appropriate. The Committee shall be responsible for issuing mailings and articles for publication that pertain to MAC activities.

3.8 The Finance Committee shall be made up of a Chair and as many members as may be appropriate. The responsibilities include preparing a budget for the following fiscal year (same as Ohio Section) as well as coordinating funding activities and disbursements.

3.9 The Nominations Committee shall be made up of at least two (2) members and be responsible for nominating persons for membership in MAC including Chair, Vice-Chair, and Secretary. Nominee's names shall be submitted to the MAC members 30 days prior to election of those offices.

ARTICLE 3 – MEETINGS

1.1 The MAC shall hold two (2) regular meetings each year. The first meeting shall be an organizational meeting for the purpose of elections and orientation. The first meeting shall be held during the annual Conference. The second meeting shall be as scheduled by the MAC Chair at a time and place deemed appropriate for the conduct of the MAC's business. Regular or special meetings may be called by the Chair as required.

1.2 Each MAC member and the MAC Chair shall have one (1) vote. Seven (7) members of the MAC present at a meeting shall constitute a quorum. The affirmative vote of a majority of those members present and voting at a MAC meeting will authorize action on any matter.

1.3 MAC members should attend all meetings to the best of their abilities. If a member is unable to attend a meeting, a substitute may be sent as a representative, but the substitute shall not vote. No proxy votes will be accepted.

ARTICLE 4 – BALLOTS BY MAIL

1.1 Letter ballots may be sent to MAC members when a decision is needed and the question cannot be deferred until the next meeting.

1.2 Each letter ballot will contain a summary of the issue to be voted on, any attachments necessary for information, a response date, provision for comments and a three-option (yes, no, abstain) answer.

1.3 Eight (8) affirmative votes shall be required for passage of an issue on a letter ballot. A member who does not respond within the designated period of time will be considered as voting yes.

ARTICLE 5 – BUDGET

1.1 The MAC will submit an annual budget to the Section Treasurer when requested by the Section. The Finance Committee will prepare the budget, considering telephone calls, stationery, postage, and meeting lunches among other things.

1.2 The MAC, with the approval of the Section Governing Board, shall have the authority to solicit additional funds.

ARTICLE 6 – PROGRESS REPORTS

1.1 Ten (10) copies of a report on MAC activities shall be submitted to the Section Secretary by the MAC Chair at least 10 days prior to each Governing Board meeting, so that it can be distributed to the Board Members for review prior to their meeting. The report shall include a summary of activities. Progress and changes in existing programs, and proposals for new programs.

ARTICLE 7 – AMENDMENTS

1.1 These By-Laws may be amended by eight (8) affirmative votes of the MAC members at the second scheduled regular MAC meeting, providing the amendments were submitted to the members at least fifteen (15) days prior to the meeting, and by approval thereafter by the Section Governing Board.