

BYLAWS and OPERATING RULES

New Hampshire Public Works Association

Article I - Title

Section 1. The name of the Association shall be the New Hampshire Public Works Association (hereinafter referred to as the ASSOCIATION).

Article II - Mission Statement

Mission Statement: "To be a highly visible professional organization that provides leadership to enhance the ethical, technical, administrative and educational development of all public works matters throughout the State of New Hampshire with the goal to enhance the overall service provided to the citizens of the State of New Hampshire."

Article III - Membership

Any professional directly or indirectly dedicated to providing, promoting and protecting the public infrastructure in New Hampshire through education and training of management, operations and maintenance of roads, highways, water resources, wastewater, environmental stewardship and any other utilities, to be known collectively as public works.

Article IV - Duties

- Promote educational development in public works through the creation and operation of a NH Public Works Academy and recognize completion of the Academy curriculum through certification of achievement. Provide leadership in New Hampshire in the public works field and encourage adherence to high ethical and professional standards.
- Participate actively in and achieve effective working relationships with other organizations that provide training to public works employees.
- Develop and/or work through partnerships to offer approved training curriculums to fulfill the current and future training needs of public works organizations within the state.
- Provide opportunities for a trained work force to maximize their personal and professional development.
- Recognize the professional efforts and standards achieved by a public works agency through an accreditation program.
- Develop and promote best practices to be adopted by public works agencies to better provide service to its citizens.
- Develop and maintain practice statements to define a level of excellence to be achieved for recognition through accreditation.

- Make programs achievable and affordable to any political subdivision of the state.
- Advocate for legislation that supports the preservation of infrastructure and enhances the services that we provide to the citizens of New Hampshire.
- Work with regulatory agencies through rulemaking to ensure that the services provided to the citizens of New Hampshire are protective of the environment and sustainable.
- Facilitate and promote the sharing of member resources.

Article V - Officers

Section 1.a. The ASSOCIATION shall elect Seven (7) Directors to the Board of Directors (hereinafter along with appointed seats shall be referred to as the BOARD).

- b. The BOARD shall elect a President, President Elect, and Secretary/Treasurer (hereinafter referred to as primary officers) and
- c. The said primary officers and directors shall be elected at the annual meeting as referenced in Article VI.
- d. The following enumerates the distribution and assignment of the said Nineteen (19) member BOARD:

Elected Positions:

- 4 At large members
- 3 Three members who are actively employed within the public sector

Delegated (appointed) Positions:

- 1 Immediate (when appropriate) Past President,
- 1 State Director Representative of the New England Chapter APWA
- 1 Representative from the NHWPCA
- 1 Representative from the NHWWA
- 1 New Hampshire Department of Transportation representative
- 1 Representative from the NHLTAP Center
- 1 Representative from NH DES
- 1 Representative from MMANH
- 1 Representative from NHRAA
- 1 Chairman from the NHPWMA Board

- 1 Representative from NHLGC
- 1 Representative from NHPrimex

Total 19 Members

- 2.a. The President shall preside at all meetings of the BOARD and the ASSOCIATION.
- b. In the absence of the President at said meetings, the President Elect shall preside.
- 3.a. The terms of primary officers shall be for two (2) years. The remaining BOARD members terms shall be for three (3) years and those terms will be staggered.
- b. During the initial appointments, the terms will be staggered.
- c. Any vacancy on the BOARD occurring through any cause shall be filled for the unexpired portion of the term of the individual whose office becomes vacant by a majority vote of the remaining Directors at a meeting of the Nominating committee.
4. The administrative function of the ASSOCIATION shall be performed by the said nineteen (19) BOARD members.

Article VI - Meetings

- Section 1. The annual meeting of the ASSOCIATION should be held in the month of May each year, on a date and at a place to be determined by the BOARD. At least Twenty-one (21) days written notice should be given to the membership, or BOARD stating the time and place of such meeting. A minimum notice of at least 3 business days shall be given unless an issue arises which is deemed an emergency condition, in which case, 24 hours notice will be given.
2. The BOARD shall meet at least quarterly each year.
 3. Meetings of the BOARD can be called by the President at any time that is deemed necessary. Any special meeting may be called by any other officer on a written request of two or more Directors.
 4. Meetings of the BOARD may be conducted in person, by means of a telephone or video conference call, or in any combination thereof provided such meetings are in accordance with all other provisions of these Bylaws.
 5. Decisions requiring a vote of the BOARD will ordinarily be made at regularly scheduled meetings of the BOARD. In cases where urgency of BOARD action is required, as determined by concurrence of at least two (2) primary officers of the BOARD, individual motions may be forwarded to the BOARD for approval/rejection via remote voting. Written motions for remote voting shall be transmitted to all members of the BOARD via email or other electronic polling method, and polling left open for 72 hours, or until all BOARD members have voted, whichever occurs first. Results of remote voting shall be reported to the BOARD via email upon close of polling and tallying of votes, and recorded in the minutes of the next regularly scheduled meeting of the BOARD.

Article VII - Committees

- Section 1. The BOARD shall have the power to appoint all committees, which in their judgment may be deemed necessary for the best interest of the members of the Association, and to delegate the duties thereto.
2. There shall be a Nominating Committee, which will consist of three (3) members, including the Past-President, who shall chair said committee.
 - 2.a. For the initial determination of the BOARD there will be a special nominating committee comprised of 3 members named by each association.
 3. There shall be a NH Public Works Academy Committee appointed by the Board. The Committee will be charged with developing and approving curriculum and trainers for the NH Public Works Academy. It is the committee's mission to develop and maintain a voluntary standard of training for all aspects of the public works profession.
 4. There shall be a Best Practices Committee appointed by the Board to focus on the practices and policies involved in promoting the state accreditation program. The Best Practices Committee is charged with developing an accreditation program as well as model policies for Public Works Agencies. The committee's mission will be to foster improved services to residents through the development of a self-evaluation and improvement program, including the review and establishment of recommended policies, operating procedures and guidelines, for agencies conducting public works activities in New Hampshire.
 5. There shall be a Mutual Aid Board that manages the New Hampshire Public Works Mutual Aid Program in accordance with the provisions of RSA 53-A and the New Hampshire Public Works Mutual Aid Program and Assistance Agreement.
 6. Public Works Legislative Committee to monitor, meet and confer with the NH Legislature and Senate.
 7. The BOARD shall establish an Audit Committee to prepare an audit which will be presented at the annual meeting.

Article VIII - Dues

- Section 1. The ASSOCIATION shall establish dues as adopted by the general membership. The membership dues period shall run from July 1st to June 30th annually.

Article IX - Donations

- Section I.a. The BOARD may accept donations.
- b. The ASSOCIATION may conduct other fund raising events as deemed necessary.

Article X - Affiliations

- Section 1. The BOARD is authorized to establish liaison relationships with other organizations whose activities might be of interest to the general membership of the ASSOCIATION.

Article XI - Policy

- Section 1. Policy in any form, which is consistent with the By-Laws, may be adopted by the BOARD with a two-thirds (2/3) vote (minimum of twelve).

Article XII - Amendments

- Section 1. These operating rules and by-laws may be amended only by written proposals approved by a two-thirds (2/3) vote of the BOARD and a plurality of the membership present at a scheduled ASSOCIATION meeting.
2. Any actions taken by the BOARD should consist of proper notification (21 days) to the said BOARD Members, of which a quorum shall consist of a majority of the BOARD members attending the meeting.

Article XIII - Authorization to Sign for the BOARD

- Section 1. The President or President Elect upon passage of consent approval by the BOARD, shall be authorized to sign agreements, grants or other legally binding documents on behalf of the ASSOCIATION.
2. At least two of the Primary Officers, upon passage of consent approval by the BOARD, shall sign checks on behalf of the ASSOCIATION.

Article XIV -Dissolution

- Section 1. Upon the dissolution of the ASSOCIATION, the BOARD shall, after paying or making provisions for the payment of all liabilities, dispose of all assets of the corporation. The assets will be given to an organization or organizations, as shall at the time qualify as an exempt organization or organizations under the Internal Revenue Code, as the BOARD shall determine. The receiving organization shall use the money specifically for the furthering of the education of current or future employees in the public works field (e.g. scholarships).