

## Constitution and By-Laws

### CONSTITUTION

#### ARTICLE I: NAME

**Section 1.** This organization shall be known as "THE NORTHWEST MOSQUITO AND VECTOR CONTROL ASSOCIATION," also known as "NWMVCA," and shall be represented by the states of Alaska, Idaho, Montana, Oregon, Washington and the provinces of Alberta, British Columbia and Saskatchewan.

#### ARTICLE II: OBJECTIVES

**Section 1.** The objectives of the Association shall be to promote close cooperation among those directly or indirectly involved with or interested in understanding the biology and control of insects and rodents of public health importance; to enhance public health and quality of life through the suppression of such insects and/or rodents; to disseminate information to the membership and others; and to promote and develop public interest in accomplishing these objectives.

**Section 2.** This Association is organized exclusively for scientific purposes within the meaning of Section 501 (C) (3) of the Internal Revenue Code.

**Section 3.** Upon the dissolution of this Association, after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed to a non-profit fund, foundation or corporation, which has established its tax exempt status under Section 501 (C) (3) of the Internal Revenue Code.

#### ARTICLE III: MEMBERSHIP

**Section 1.** The membership of the Association shall consist of four classes: Regular Members, Emeritus Members, Honorary Members and ~~Sustaining~~-Associate Members.

**Section 2.** Regular Members: All persons who are sufficiently interested in the control or biology of insects or rodents who desire affiliation with this Association shall be entitled to join the Association as ~~Regular~~ Members.

**Section 3.** Emeritus Members: Emeritus ~~Membership~~ may be conferred by the Executive Committee. Such members shall have lifetime membership in the Association with all the privileges of ~~Regular~~ Members including voting and holding office. Emeritus ~~Members~~ shall pay no dues. Emeritus ~~Members~~ shall be retired from active service and must have been ~~Regular~~ Members in good standing with the Association for at least fifteen years.

**Section 4.** Honorary Members: Honorary ~~Membership~~ may be conferred by action of the membership, on any person who has demonstrated distinguished service in furthering the objectives of the association, entitling them to special recognition. A two-thirds affirmative vote of the membership

attending a duly called meeting is required to confer the title of Honorary Member. Honorary ~~Members~~ are entitled to all the rights and privileges of ~~Regular Members~~ and shall pay no dues.

**Section 5. ~~Sustaining~~ Associate ~~Members~~: ~~Sustaining a~~ Associate Membership** may be conferred on a district, organization, company or corporation with a general interest in the Association (NWMVCA) and its objectives, and a desire to contribute to the Association's success. A firm may qualify as an sustaining a Associate Member on an annual basis by contributing a monetary sum to the Association. The minimum sum is to be determined by the Executive Committee. ~~An Sustaining~~ Associate Member is entitled to one regular membership.

Section 5.1. Associate Member Titles: An Associate Member may choose one of three titles to better represent the type of organization that is being represented; District Sustaining Member, Associate Sustaining Member or Industry Sustaining Member.

Section 5.1.A. District Sustaining Member: Intended title for use by a Mosquito and/or Vector Control District.

Section 5.1.B. Associate Sustaining Member: Intended title for use by an individual, company, corporation or organization with a general interest in the Association (NWMVCA), but not an industry with direct financial interests in the Association or a District.

Section 5.1.C. Industry Sustaining Membership: Intended title for use by a company, corporation or organization with a general interest in the Association (NWMVCA) that provides either goods or services to Mosquito and/or Vector control groups.

## ARTICLE IV: MEETINGS

**Section 1.** Meetings shall be held annually at a place and time to be determined by the Executive Committee.

**Section 2.** A majority of the members attending any duly called annual meeting shall constitute a quorum.

Section 501 (C) (3) of the Internal Revenue Code.

1. The officers of the Northwest Mosquito and Vector Control Association shall be President, President-Elect, Vice President, Secretary/~~Treasurer and Executive~~Treasurer, Executive Director and Past President. At the time of their appointment or nomination, all officers shall be members of the Association.
2. The term for President shall be one year. The President-Elect shall serve one year before serving as President. The Vice President shall also serve for one year before serving as President-Elect.

3. The states and provinces listed in Article I, section 1, shall each be entitled to one representative. These representatives shall be included on the ballot for election ~~of officers~~ and be elected for a term of one year by the members of the state or province they will represent. In addition, one ~~i~~Industry ~~r~~Representative and one Trustee Representative shall be elected by the entire membership in the same manner as ~~s~~State and ~~p~~Province ~~r~~Representatives. The term for an ~~i~~Industry ~~r~~Representative and a Trustee Representative shall be one year. State, ~~p~~Province, ~~and i~~Industry and Trustee ~~r~~Representatives may succeed themselves.

## ARTICLE VI: TERM OF OFFICE

**Section 1.** All officers, with exception of the Secretary/Treasurer and the Executive Director, shall serve for one year or until their successors are elected and qualified, or advanced as in the positions of President-Elect, President and Past President, ~~with the exception of the Executive Director and the Secretary/Treasurer, or until their successors are elected and qualified.~~ No officer except the Secretary/Treasurer and Executive Director shall succeed themselves. Newly elected, advanced or appointed officers ~~and representatives~~ shall begin their duties at the close of the annual business meeting.

**Section 2.** All elective officers (Vice-President and Secretary/Treasurer) and representatives (State and Province Representatives, Industry Representative and Trustee Representative) shall be elected by a plurality of the total votes cast for each office by the Association's voting membership. All elected officers and representatives shall serve in one year terms. All elected officers and representatives, with the exception of Vice-President, may serve multiple terms. The office of ~~President and President~~President, ~~President-Elect, Past-President and Executive Director~~ shall not appear on the ballot. In case of a tie vote for any elective position, whether for an officer or representativeoffice, the election will be decided by a majority of the voting members at the annual business meeting. Newly elected officers and representatives shall begin their duties at the close of the annual business meeting.

## ARTICLE VII: EXECUTIVE COMMITTEE

**Section 1.** The Executive Committee shall consist of: (A) the officers of the Association, ~~(B) the immediate Past President, and (CB)~~ one regional representative from each state and province, elected from the regular membership for the term of one year, (C) the Industry Representative and (D) the Trustee Representative. The President of the Association shall chair the Executive Committee. Four members of the Executive Committee shall be present to constitute a quorum.

**Section 2.** The Executive Committee shall have full power of the Association in all matters demanding action between meetings of the Association, and shall submit at the next succeeding meeting a report of all actions taken by them under authority of them by this section.

## ARTICLE VIII: AMENDMENTS

**Section 1.** This Constitution may be amended by a two-thirds vote of the regular members present at any annual meeting. Any amendment proposed by three or more regular members shall be submitted in writing to the Secretary/Treasurer, who shall, under the direction of the Executive Committee, advise the members of the proposed amendment~~(s)~~ (prior to the business meeting at which the amendment~~(s)~~ shall be considered).

## STATEMENT

The above Constitution with the attached By-laws, originally established on January 1, 1961, was ratified at the annual business meeting of the Northwest Mosquito and Vector Control Association on October 1, 1987, at Moscow, Idaho by a unanimous vote of the members present.

The Constitution and By-laws were again ratified at the annual business meeting of the Northwest Mosquito and Vector Control Association on October 1, 1998, at Moscow, Idaho by a unanimous vote of the members present.

The Constitution and By-laws were again ratified at the annual business meeting of the Northwest Mosquito and Vector Control Association on October 8, 2009, at Coeur d'Alene, Idaho by a XXXXXX (blank to be filled in after voting) vote of the members present.

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## BY-LAWS

### ARTICLE I: VOTING PRIVILEGES

**Section 1.** Every member of the Association who is in good standing shall be entitled to one vote.

### ARTICLE II: FINANCES

**Section 1.** The revenue of the Association shall be derived from dues, assessments, sale of publications and such other sources as the Executive Committee may from time to time determine and prescribe.

**Section 2.** Dues for regular members shall be established by the Executive Committee, payable by January 1st. On July 1st, any unpaid dues shall be declared in arrears, and the delinquent members shall not be in good standing. Any member two years in arrears shall be dropped from the membership roll.

**Section 3.** Except by specific direction of the membership at an annual meeting, no debt or other financial obligation shall be incurred beyond the net assets of the Association.

### ARTICLE III: COMMITTEES

**Section 1.** There shall be the following standing committees: (A) Executive Committee; (B) Nominations Committee; (C) Legislative Committee; (D) Program Committee; (E) Resolutions Committee; (F) Audit Committee; (G) By-laws Committee; (H) Membership Committee; (I) Awards Committee; (J) Public Education Committee.

**Section 2.** The Executive Committee shall operate under the guidelines established in Article VII, Sections 1 and 2 of the Constitution.

**Section 3.** The Nominations Committee shall consist of four members (with one committee member being also a member of the Executive Committee) who shall submit to the Executive Director, prior to July 1, its designation of nominations for each office to be filled in the ensuing year, except the office of President, ~~and~~ President-Elect, ~~Past President and the Executive Director~~. Where nominations are not unanimous, the names of the two nominees receiving the most votes by the Nominating Committee will be placed on the ballot for mailing to the voting membership. All nominations, including write-in candidates, shall carry the consent and assurance that they will serve if elected.

**Section 4.** The Legislative Committee shall consist of the Regional Representatives. This Committee will function as a pool for relevant information, emanating from the various agencies (Federal to Local), that affect the members. This Committee shall report to the Executive Committee.

**Section 5.** The Program Committee shall consist of three members, and their duties shall be to provide programs for each annual conference. The Chair of the Program Committee shall be the President-Elect.

**Section 6.** The Resolutions Committee shall consist of three members, one of which shall be a member of the Executive Committee. All resolutions presented at any annual meeting of the Association shall be presented to this Committee, which will in turn present them to this Association.

**Section 7.** The Audit Committee shall consist of three members whose duties shall be to examine annually and audit the books of the Secretary/Treasurer, and to report their findings at each annual meeting.

**Section 8.** The By-laws Committee shall consist of at least three members and the Chair shall be the Immediate Past President. The President shall also be a member of this committee.

**Section 9.** The Membership Committee shall consist of at least three members of the association appointed by the President.

**Section 10.** The Awards Committee shall consist of at least three members. The President shall be a member of this committee. The remaining committee members shall be selected by the Executive Committee.

**Section 11.** The Public Education Committee shall consist of at least three members appointed by the President.

**Section 12.** The President may appoint such other temporary (Ad Hoc) Committees as may be deemed necessary to the interests of the Association. Permanent Committees may be established only by the majority vote of the membership at the regular business meeting.

#### **ARTICLE IV: RULES OF ORDER**

**Section 1.** Business sessions of the Association shall be conducted in accordance with Robert's Rules of Order.

#### **ARTICLE V: PUBLICATIONS**

**Section 1.** All publications of the Association shall be under the direction of the Executive Committee.

**Section 2.** The Executive Committee may appoint an Editor, if and when the need arises. The Editor shall be directly responsible to the Executive Committee for the publications of the Association.

**Section 3.** The Program Committee Chair and the Editor shall determine which papers shall be published in abstract or in total. Publications of tables and charts shall be at the discretion of the Chair of the Program Committee and the Editor.

**Section 4.** Worthy papers selected by the Editor and approved by the Executive Committee may be published separately for sale by the Association.

#### **ARTICLE VI: AMENDMENTS**

**Section 1.** These By-Laws may be supplemented, altered, amended or rescinded in the manner provided in Article VIII of the Constitution with respect to Amendments of the Constitution.