

CONSTITUTION
OF THE
MICHIGAN STORMWATER-FLOODPLAIN ASSOCIATION

Dates

19870101 – Estimated Original Date

20040331 – Revised

20200305 – Revised

PREAMBLE

In order to promote the common interest in stormwater and floodplain management, to enhance cooperation between the various related private, local, state, and federal agencies, and to encourage and ensure effective, new, and innovative approaches to managing the state's stormwater and floodplain systems, this body hereby adopts this document as the official Constitution of the Association.

ARTICLE I

Name

The name of this organization shall be: Michigan Stormwater - Floodplain Association, hereinafter referred to as the Association.

ARTICLE II

Purpose

The purpose of the Michigan Stormwater - Floodplain Association is the following:

1. To promote public awareness of proper stormwater and floodplain management;
2. To promote the professional status of stormwater and floodplain management and secure all benefits resulting therefrom;
3. To promote a liaison between individuals concerned with proper stormwater and floodplain management and to encourage the exchange of ideas;
4. To keep individuals concerned with proper stormwater and floodplain management well informed through educational and professional seminars and to provide a method for dissemination of information, both general and technical;
5. To inform concerned individuals of pending stormwater and floodplain legislation and other related stormwater and floodplain management matters;
6. To study and support legislation pertinent and necessary to the effective implementation of stormwater and floodplain management regulations.

The Association is one which does not contemplate pecuniary gain or profit to the members thereof and is organized solely for non-profit purposes. No part of the net earnings of the Association shall personally benefit or be distributable to its members, directors, officers, or other private persons, except to recompense for authorized services rendered and to make payments and distribution in furtherance of the will of the Association.

ARTICLE III

Location

The principal place of business of the Association shall be within the State of Michigan, United States of America.

ARTICLE IV
Membership

Membership shall be open to all persons who desire to further their knowledge in effective or proper stormwater and floodplain management. This includes individuals, elected officials, Federal, State, and local employees, engineers, planners, and consultants. The membership of the Association shall be as set forth in the Bylaws of the Association.

ARTICLE V
Officers

The Officers of the Association shall be the Chair, Vice-Chair, Secretary, and Treasurer. The Officers shall be elected annually from the Full members of the Association. The responsibilities of officers shall be set forth in the Bylaws of the Association.

Nomination for election as an Officer of the Association shall be made from among the Full members.

ARTICLE VI
Board of Directors

The government and direction of the Association, and the control of its property, shall be vested in the Board of Directors. The Board of Directors of the Association shall be comprised of the four Association Officers and the Regional Representatives.

The Board of Directors shall execute policy established by the general membership of the Association.

ARTICLE VII
(added 11/13/19 per the approved 3/31/04 Constitution Amendment)
Executive Director

The Executive Director shall be appointed by the Board of Directors and shall serve at the Board of Directors' pleasure, provide guidance and direction to the Association, and oversee the goals and objectives of the Association as outlined in the Bylaws of the Association.

Nomination for election as an Executive Director of the Association shall be made from among the Full members.

ARTICLE VIII
Meetings

One meeting of the Association shall be held annually to elect officers and to conduct any other business and programs. Other meetings may be called as provided for in the Bylaws.

ARTICLE IX
Amendments

Amendments to this Constitution may be proposed by the Board of Directors or by written petition by any Full member of the Association. All such petitions shall be submitted to the Association Secretary. The Secretary shall draft a proposed amendment in accordance with the intent of the petition and shall give written notice of same to the membership at least 21 days prior to the meeting at which it is to be discussed. The proposed amendment shall be discussed at any scheduled meeting or at a special meeting. The Constitution may be amended by a majority vote at the annual meeting. The Secretary shall notify the membership of the results. An amendment which has been adopted shall become effective 10 days after the annual meeting.

ARTICLE X
Dissolution

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Association, dispose of all the assets of the Association to such organization or organizations operating exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE XI
Parliamentary Law

In all questions involving parliamentary procedure, including election procedures not covered by the Constitution of the Association or established by the Board of Directors, Robert's Rules of Order (Revised) shall be considered the governing authority.

ARTICLE XII
Association Records and Reports

Inspection of Records

1. The original Constitution and copies thereof as amended to date, certified by the Secretary, shall be kept on file at a location selected by the Board of Directors, and open to inspection at all reasonable times.
2. The minutes of the Board of Directors and membership meetings, and the membership register shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written request by any member for any purpose reasonably related to his/her interest as a member.
3. The books of account shall be kept on file at a location selected by the Board of Directors and open to inspection at any reasonable time upon written request by any member for any purpose reasonably related to his/her interest as a member. At the direction of the Board of Directors, the books of account shall be audited prior to the annual meeting.

ARTICLE XIII
Saving Clause

Should any provisions of the Constitution of this Association, or the application thereof to any person or circumstance be held invalid, then the remainder of the same or the application of such provision to other circumstances shall not be affected thereby.

This Constitution was adopted at a meeting of the general membership held on March 5, 2020

Certified by:  _____

Carol Thurber, Secretary

Date: 3-5-2020 _____