

BYLAWS
Of
WASHINGTON TOWNSHIP WATER
AUTHORITY

ARTICLE I

Section 1. The name of this Authority shall be Washington Township Water Authority, herein after referred to as the Authority, and may be abbreviated as (WTWA).

Section 2. The offices of this Authority are presently located at 1100 East Chambers Pike, Bloomington, IN 47408

Section 3. The fiscal year of this Authority shall be the same as the calendar year.

ARTICLE II

Section 1. Any person, corporation, association, firm, or political unit having need of water and that is reasonably accessible to the facilities operated by this Authority, may become a member by completing documents listed in the Washington Township Checklist for membership, and paying appropriate membership, connection and tap on fees authorized by the Schedule of Rates and Charges. Membership is effective upon receipt of fees and approval of application.

Section 2. Membership in the Washington Township Water Authority, hereafter referred to as the Authority, and all rights and privileges shall continue as long as the member does not willfully obstruct the purpose and proper activity of the Authority or fail to abide by the rules, regulations or policies of the Authority, including non-payment of fees and charges.

Section 3. Membership in the Authority shall be evidenced by the members name appearing on the Authority Shareholders Voting List and issuance of a membership certificate which shall be in such form and shall contain such provisions as shall be determined by the board of directors. Effective November 1, 2004, no more than one membership certificate shall be issued to a member. A member may apply for additional metered service accounts without obtaining additional memberships. When Memberships are returned to the Authority, the original book value less any indebtedness to the Authority will be refunded to the member relinquishing the membership.

Section 5. The Authority Shareholder Voting List will be used to verify members voting rights on matters submitted to a vote of the Membership.

- a. The term "member" as used in these bylaws shall be deemed to include a husband and wife holding a joint membership and any provision related to the rights of membership, any liabilities of membership shall be joint and several. A joint membership shall be entitled to one (1) vote on any matter submitted to a vote at a meeting of the members.
- b. The term member as used in these bylaws shall be deemed to include one person representing a member corporation, firm, association, or political unit.

ARTICLE III

Section 1. The annual meeting of the members shall be held on the second Thursday of May each year at 7:00 pm. Notice shall be sent to each member of record at the address shown on the Authority books, at least ten (10) days prior to the meeting.

Section 2. All nominations for directors shall be made by filing a form specifying name, address, occupation, qualifications and reason for application at the Authority office two (2) weeks prior to the annual meeting. There shall be no nominations from the floor. A list of applicants shall be posted at the Authority office after the date of closing of nominations.

Section 3. A special meeting of the members may be called by the board of directors and such meeting must be called whenever a petition requesting such meeting is signed by at least ten percent of the members and presented to the Secretary of the Authority. The purpose of every special meeting shall be stated in a written notice, and no business shall be transacted at the special meeting except such as is specified in the notice. Such notice shall be sent to each member of record at the address shown on the Authority books, at least ten (10) days prior to the meeting, and shall state the nature, time, place, and purpose of the meeting.

Section 4. The members present at any meeting of the members shall constitute a quorum at any meeting for the transaction of business. No member shall be entitled to more than one vote and no voting by proxy shall be allowed.

Section 5. The order of business at the annual meeting shall be as follows:

- a. Call to order
- b. Proof of notice of meeting.
- c. Reading and action on any unapproved minutes.
- d. Unfinished business
- e. Financial and Auditors Report.
- f. Reports of annual activities.
- g. Election of directors.
- h. New business.
- i. Adjournment.

ARTICLE IV

Section 1. The board of directors of this Authority shall be comprised of seven (7) members, all of whom shall be members of this Authority. The directors shall be elected for a term of three years and shall serve until their successors are elected. Election of directors shall be by the members at the annual meeting of membership. The terms of directors will be staggered over three (3) years.

Section 2. The board of directors shall meet within ten days after their election and shall elect by ballot a president, vice-president, secretary, and treasurer from their number, each of whom shall hold office until the next annual meeting and until election and qualification of a successor.

Section 3. A regular meeting of the board of directors shall also be held monthly at such time and place as the board of directors may designate. It shall not be necessary to send to the members written notice of the time and place of the regular monthly meetings of the Board of Directors.

Section 4. Special meetings of the board of directors may be called by the President. The purpose of every special meeting shall be stated in the written notice, and no business shall be transacted at the special meeting except such as is specified in the notice.

Section 5. The board of directors may permit directors to participate in a regular or special meeting or conduct the meeting through the use of any means of communications by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is considered to be present in person at the meeting.

Section 6. If the term of any board member or officer becomes vacant by reason of death, resignation, retirement, or disqualification, a majority of the remaining directors shall choose a successor, who shall hold office until the end of the un-expired term.

Section 7. Directors may receive compensation as established by the Board of Directors, but compensation will not be given to a Director for a meeting which he or she did not attend. Director compensation is payable at the monthly meeting in December. Reasonable expenses incurred by a director in the course of doing Authority business will be paid or reimbursed monthly.

ARTICLE V

Section 1. The board of directors, subject to restrictions of law, the articles of incorporation, and these by-laws shall exercise all of the powers of the Authority, and without prejudice to or limitation upon their general powers, it is hereby expressly provided that the board of directors shall have full power and authority in respect to the matters as hereinafter set forth:

- a. To select and appoint all officers, agents, and employees and removal of same for just cause, fix their compensation and pay for services, and prescribe their duties as may be consistent with these by-laws.
- b. To borrow from any source money, goods, or services and to make and issue notes and transferable instruments and to do every act necessary to affect the same.
- c. To prescribe, adopt, and amend such equitable uniform rules and regulations, policies, and agreements as may be deemed essential or convenient for the conduct of the business and affairs of the Authority and the guidance and control of its officers and employees
- d. To order an annual audit of the books and accounts by a competent auditor or accountant.
- e. To select the bank or banks to act as depositories of the funds of the Authority, provided such funds are covered by insurance, and to determine who receives deposits and disburses funds, as well as who issues and signs checks.

ARTICLE VI

Section 1. DUTIES OF PRESIDENT. The president shall preside at all meetings of the Authority and of the board of directors; shall call special meetings of the board; shall perform such other duties as may be prescribed in these by-laws or assigned by the board of directors; and shall sign documents as he/she may be authorized or directed to sign by the board of directors.

Section 2. DUTIES OF VICE-PRESIDENT. The vice-president shall fulfill all responsibilities of the President in his/her absence or disability.

Section 3. DUTIES OF SECRETARY. The Secretary shall record the minutes of all meetings of the Authority and board of directors.

Section 4. DUTIES OF TREASURER. The Treasurer shall approve the pay out of funds as authorized by the board of directors. The Treasurer shall present a financial statement every meeting of the board of directors and at other times when requested by the board and shall make a full report at the annual meeting.

Section 5. DELEGATION OF AUTHORITY. The Board of Directors may delegate administrative portions of their duties to qualified persons to perform day to day operations required.

Section 6. MANAGER. The Board of Directors may appoint a Manager. The manager shall perform such duties and shall exercise such authority as the board of directors may from time to time vest in the Manager.

ARTICLE VII

Section 1. The Authority will install, maintain and operate a water distribution system. The Authority will install and maintain the portion of the of the service line from the Authority's main line to a place at or near the property line of the member receiving service.. The Authority will also purchase and install a cut-off valve/water meter between each service line and the Authority's distribution system. The Authority shall have the sole and exclusive right and access to use such cut-off valves/water meters.

Section 2. Each member will install and maintain service lines from the water meter to the point of intended use at the member's expense. Each member will purchase, install, and maintain a pressure reducing valve and back flow preventer.

Section 3. No new service line or changes to an existing service line may be made which will interfere with an existing service, or the Authority's distribution system without written consent of the Authority.

Section 4. Each service line shall connect with the Authority's water system at a place near the point of desired use by the member, provided that sufficient water capacity exists to permit delivery at that point. The Authority will make the final determination in any question of service line connection location.

Section 5. In the event the total water supply shall be insufficient to meet all the needs of the member or in the event of a water shortage, the Authority may prorate the water available among the various members on such basis as is deemed equitable by the board of directors.

ARTICLE VIII

Section 1. If there should be any net income, then at the end of the fiscal year, after paying all costs of operations and maintenance, set aside reserves for depreciation on buildings equipment, etc., and such other reserves as may be deemed proper and provided for payment of interest and principal of obligations and debts, and after providing for the purchase of proper supplies and equipment, the net earning shall be accumulated in a surplus fund for the purpose of replacing, enlarging, extending and repairing the system and property of the Authority and for such other purposes as the board of directors may determine to be for the best interest of the Authority.

Section 2. The surplus fund or a portion of the surplus fund may from time to time, at the discretion of the board of directors, be distributed to the current members on the basis of the assessments and charges made and levied against and paid by such members during the year. Any part or the whole of such apportionment may be credited at the discretion of the board of directors to the indebtedness of the members, so applied.

ARTICLE IX

The rules contained in Robert's Rules of Order Newly Revised shall govern the Authority in all cases to which they are applicable to the extent they are not inconsistent with the articles of Incorporation, by-laws or the special rules and regulation of the Authority.

ARTICLE X

Amendments of these by-laws may be adopted by a vote of a majority of the members present at any special or regular meeting of the Authority if the members have been given at least 10 days written notice of said meeting and the notice has contained a copy of the proposed amendment or amendments.

This copy of the Bylaws reflects changes and amendments through.
8/15/2018

ATTESTED by:



Jeff Kaden
Secretary
Washington Township Water Authority