

# **W.A.T.A.I. Bylaws**

## **WASHINGTON ASSOCIATION OF TECHNICAL ACCIDENT INVESTIGATORS**

### **Article I: NAME**

The name of this organization shall be: the WASHINGTON ASSOCIATION OF TECHNICAL ACCIDENT INVESTIGATORS, herein also referred to by its acronym, "WATAI" and/or the "Association." It shall be incorporated as a non-profit organization in the State of Washington.

### **Article II: PURPOSE**

The purpose of the Association shall be to promote education and research in the field of accident investigation and reconstruction; to encourage interdisciplinary communication between the practitioners of this field; to cooperate and participate with other organizations dedicated to the science of accident investigation and reconstruction; and to plan, organize, and administer meetings, reports and other projects for the stimulation and advancement of these and related purposes.

And, to aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, scientific, or educational purposes; no part of the net earnings of which insures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

And, to do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts institutions, foundations or government bureaus, departments, or agencies.

### **Article III: MEMBERSHIP**

#### **SECTION 1 - CLASSES OF MEMBERS:**

Membership of the Association shall be divided into the following classes:

- A. REGULAR,
- B. HONORARY
- C. CORPORATE

## **SECTION 2 - QUALIFICATIONS FOR MEMBERSHIP:**

The Board of Directors shall judge Applicants for eligibility for membership on the following basis:

**A. REGULAR:** Persons who are interested in or actively engaged in the field of accident investigations and/or reconstructions, which have discharged their responsibilities regarding dues and application fees as outlined in Section 8 of this article.

**B. HONORARY:** Persons who have made a significant contribution to the science of accident investigation and reconstruction, to the Association itself, or who have rendered distinguished service in related fields may be presented an honorary membership. Honorary Memberships must be approved by a majority vote of the Board of Directors and an honorary member may not hold another class of membership in the Association.

**C. CORPORATE:** Corporations or Governmental Agencies may designate a number of their employees, who would otherwise qualify as REGULAR members, as CORPORATE members to facilitate anticipated turnover in such Corporations or Governmental Agencies within the fiscal year of the Association. These CORPORATE members shall have the same status as REGULAR members. Application fees and dues are outlined in Section 8 of this article. The Membership Committee may transfer a CORPORATE membership to other employees of the employer, at the discretion of the employer. The employer shall be responsible for notification and designation of the CORPORATE member to be removed from the main membership in the Association before such transfer is completed. Those CORPORATE members who have been removed by their employers may transfer their status to that of a REGULAR member without going through the application process as defined in SECTION 6 – MEMBERSHIP PROCEDURE.

## **SECTION 3 - VOTING MEMBERSHIP:**

Each Regular member and Corporate member shall have one (1) vote. All other classes of membership are non-voting.

## **SECTION 4 - ELIGIBILITY TO HOLD OFFICE:**

Each Regular and Corporate member shall be eligible to hold any Association office.

## **SECTION 5 - TRANSFERABILITY:**

Neither a membership nor any membership right may be transferred except as outlined in Article III Section 2C.

## **SECTION 6 - MEMBERSHIP PROCEDURE:**

**A. REGULAR:** Applications for REGULAR membership shall consist of a completed written or electronic form accompanied by those fees established by the Board of Directors. All new members must have a sponsor who is a regular member in good standing with the Association or submit a Curriculum Vitae, along with supporting certificates and documentation, detailing the applicants training and experience in the field of traffic accident investigation and reconstruction. All applications shall be submitted to the Association Nominations/Membership Committee, who will ensure that the applicant is interested in or actively engaged in the field of accident investigations and/or reconstructions, and processed according to the procedures established by the Board of Directors.

B. CORPORATE: Applications for CORPORATE membership shall consist of a roster of employee names. This roster of names, prepared by a designee of an individual Corporation or Governmental Agency, shall list all employees eligible for CORPORATE membership status with that Corporation or Governmental Agency. An updated roster of eligible CORPORATE members must be submitted to WATAI on an annual basis prior to member attendance at the Spring Meeting.

#### **SECTION 7 - MEMBERSHIP RESIGNATION:**

A member may resign by a written or verbal notice to the Board of Directors. The resignation may be effective immediately or at a later date, but such resignation does not relieve the member of any obligation incurred prior to the effective date of the resignation.

#### **SECTION 8 - DUES AND INITIATION FEES:**

Dues and initiation fees for Regular Members and Corporate Members shall be in the amounts established by the Board of Directors as approved by vote of the membership. The annual dues period shall be the calendar year, January 1, to December 31. Members who have not paid their annual dues at the end of 60 days after payment is due may be dropped from the membership rolls for non-payment of dues and may be required to submit a new application for membership and pay all moneys in arrears prior to being reestablished as a member in good standing. Honorary Members, members of the Board of Directors, the Webmaster and Association Officers shall not be required to pay dues. Waiver of payment of moneys in arrears shall be considered on a case-by-case basis by the membership committee and subject to approval by the members of the Board of Directors.

### **Article IV: MEETINGS**

#### **SECTION 1 - REGULAR MEMBERSHIP MEETINGS:**

Regular meetings of this Association shall be held semi-annually; typically, in the Spring and Fall of each year. Administration of membership matters; the election of Association officers and other such business as necessary shall be conducted at these meetings. Written notification of the meeting time, date, and location shall be mailed to the last recorded mailing address or emailed to the last recorded e-mail address of all members and posted on the Association web site not less than two weeks prior to the date of the meeting. Additional meetings may be held at the discretion of the President and are subject to approval of the Board of Directors. Regular membership meetings may take place electronically using videoconferencing or video-teleconference software.

#### **SECTION 2 - BOARD OF DIRECTORS MEETINGS:**

Board of Directors meetings shall be held at least 30 days prior to the regular membership meetings. Additional meetings may be called by the President or by a majority of the Board members upon notification of the Association Secretary.

### **SECTION 3 - QUORUMS AND VOTING:**

A. Quorum: At a regular membership meeting a quorum shall consist of five percent (5%) of the voting membership. The majority of the Board of Directors shall constitute a quorum for meetings of the Board of Directors.

B. Voting: All voting shall be conducted by voice and/or hand gesture unless otherwise prescribed in these bylaws. A roll call vote may be requested. A majority of the votes cast shall be necessary for a decision except to amend bylaws, which will require a 2/3-majority approval of the membership present at a regular membership meeting, providing that copies of the proposed amendments are distributed to all members prior to such vote. Neither voting by proxy nor cumulative voting will be allowed. Voting may take place using videoconferencing or video-teleconference software if the regular membership meeting is held electronically.

1. The Board of Directors may, at the discretion of the President, utilize voting via “electronic means” to conduct “administrative votes pertaining to the affairs of WATAI”. In this context, “electronic means” shall include, but is not limited to, the use of email correspondence, telephonic communications (including both voice and text messaging), or other electronic voting processes authorized by a majority of the Board members that will allow for secure communications on matters related to the routine business conducted by the Board. “Administrative votes pertaining to the affairs of WATAI” include votes related to acceptance of Board Meeting Minutes, Board approval of expenditures from any WATAI bank account of \$500 or more, Board approval of Regular/Corporate Membership Applications, and votes related to upcoming conference topics, speakers, locations, etc. Voting via electronic means shall not preclude the President or a majority of the Board members from calling for a meeting of the Board of Directors as outlined in Article IV Section 2.

## **Article V: OFFICERS**

### **SECTION 1 - OFFICERS:**

The elected officers of the Association shall be the President, Vice President, Secretary, Treasurer, and Sergeant-at-Arms. The term of each office shall be two years in length. Additionally, the Immediate Past President shall be an honorary officer. The elected officers shall also be voting members of the Board of Directors.

### **SECTION 2 - DUTIES OF THE PRESIDENT:**

The President shall actively execute executive management of the operations of the Association, subject to control of the Board of Directors. The President shall preside at all meetings of the members and Board of Directors, discharge all the duties incumbent upon the presiding officer, and perform such other duties as these bylaws, custom, or the Board of Directors may require. The President shall be an ex-officio member of all standing committees. The President shall report to the Officers and members of the board of Directors, advising them of all Association business transacted and shall provide for, upon approval of the board of Directors, an annual audit and examination of the records and accounts.

### **SECTION 3 - DUTIES OF THE IMMEDIATE PAST PRESIDENT:**

The Immediate Past President shall be an advisor to the officers and Board of Directors of the Association. The Immediate Past President, at their discretion, is allowed to participate in board meetings and receive board member emails.

### **SECTION 4 - DUTIES OF THE VICE PRESIDENT:**

The Vice-President shall assist the President in the performance of their duties and shall undertake such tasks as may be assigned by the President. The Vice-President shall assume the duties of the President in the event of the absence or disability of the President and shall have other such powers as may be prescribed by the Board of Directors.

### **SECTION 5 - DUTIES OF THE SECRETARY:**

The Secretary shall be responsible for the official minutes of all meetings of the Association and the Board of Directors; shall retain all records of correspondence of the Association; shall notify the members of the time, place, location, and agenda of Association meetings; and any other duties as required by the Board of Directors.

### **SECTION 6 - DUTIES OF THE TREASURER:**

The Treasurer shall be responsible for receiving, collecting and custody of all funds of the Association; for depositing such funds in a bank designated by the Board of Directors; provide for the expenditure of such funds. The Treasurer shall make a financial report to the Officers and Board of Directors at each meeting and a report at the general membership meetings. When a new Treasurer is installed and whenever required by the Board of Directors, the Treasurer shall submit all records for audit. The Treasurer shall assume all such other duties as required by the Board of Directors.

### **SECTION 7 - DUTIES OF THE SERGEANT-AT-ARMS:**

The Sergeant-at-Arms shall assist in preserving order as directed by the Chair and assure that Robert's Rules of Order are followed at business and Board Meetings. The Sergeant-at-Arms shall also handle certain physical arrangements in the meeting hall, for seeing that furnishings are in proper order for each meeting, and other duties as required by the Chair.

### **SECTION 8 - ELECTION OF OFFICERS:**

All elections of officers for the Association shall be by voice vote and/or hand gesture and shall be held at the Fall general membership meeting. The elections for the offices of President, Secretary and Sergeant-at-Arms shall be held during even numbered years and the elections for the offices of Vice-President, and Treasurer shall be held during the odd numbered years. All officers shall assume the duties of the office to which they are elected immediately.

### **SECTION 9 - VACANCY IN OFFICE:**

Should a vacancy in the office of President occur the Vice President shall fill the office for the remainder of the unexpired term upon receiving a majority vote of the Board of Directors approving such assumption of office. Vacancies for any other office shall be

filled by the President for the remainder of the unexpired term and shall be subject to a majority vote of the Board of Directors.

#### **SECTION 10 - RESIGNATION OR REMOVAL:**

1. Resignation: Any Association officer may resign at any time by giving written notice to the President or Secretary.

2. Removal: Any Association officer may be removed from office by a majority vote of the Board of Directors.

a. It is expected that Association officers attend all scheduled board meetings. An officer may attend a scheduled board meeting in person, by phone, or by online videoconferencing. Should an officer be unable to attend a scheduled board meeting in person and elect to attend by phone or by online videoconferencing, it is the sole responsibility of the affected officer to make arrangements to attend the meeting telephonically or by online videoconferencing. If an Association officer is absent from over half of the scheduled board meetings in one calendar year, that officer may be removed from their position by a majority vote of the Board of Directors.

### **Article VI: BOARD OF DIRECTORS**

#### **SECTION 1 - GENERAL:**

The Board of Directors shall consist of five voting members and the five elected officers of the Association. Director positions shall be elected from the population of Regular members and Corporate members who are in good standing with the Association. The term of office for each Director position shall be approximately two years in length.

#### **SECTION 2 - DUTIES AND AUTHORITY:**

The Board of Directors shall conduct the activities and affairs of the Association and exercise or direct all corporate powers of the Association, subject to the limitations of Washington State law and the bylaws of the Association.

#### **SECTION 3 - ELECTION:**

All elections for Board of Directors positions shall be by voice vote and/or hand gesture and shall be held at the Fall general membership meeting. The election for Director Positions 1, 3, and 5 shall be held on odd numbered years and the election for Positions 2 and 4 shall be held on even numbered years. Each Director shall assume the powers of the office immediately upon election.

#### **SECTION 4 - VACANCY IN POSITION:**

The President may appoint a person to fill the unexpired term of the Director position that is left vacant. Such appointment shall be subject to the examination and approval of the majority of the Board of Directors.

## **SECTION 5 - REMOVAL OR RESIGNATION:**

1. Resignation: Any Officer or Director may resign at any time upon giving written notice to the President or Secretary.

2. Removal: Any Officer or Director may be removed from office by a majority vote of the Board of Directors.

a. It is expected that board members attend all scheduled board meetings. A board member may attend a scheduled board meeting in person, by phone, or by online video conferencing. Should a board member be unable to attend a scheduled board meeting in person and elect to attend by phone or by online video conferencing, it is the sole responsibility of the affected board member to make arrangements to attend telephonically or by online video conferencing. If a board member is absent from over half of the scheduled board meetings in one calendar year, that board member may be removed from their position by a majority vote of the Board of Directors.

## **Article VII: COMMITTEES**

### **SECTION I - GENERAL:**

Committees shall be of two types: standing committees as defined in this Article and special committees as defined by the President with the advice and consent of the Board of Directors. Except as provided in these bylaws, the Chairperson of all committees shall be appointed by the President and shall be subject to examination and approval by the Board of Directors. All appointments will be made as soon as possible but in no case will the appointments be made more than 60 days after the election. Chairperson appointees must be regular members in good standing in order to be eligible to serve. Chairperson appointees of standing committees, once approved by the Board of Directors, shall serve until their respective successors are appointed. The Chairperson of each committee shall appoint committee members.

### **SECTION 2 - STANDING COMMITTEES:**

The Association shall have the following Standing Committees:

**A. BYLAW:** Shall review the bylaws of the Association, as to their practicality and application, also to review the needs of the Association for adding or amending the bylaws. It shall report its' findings for approval by the Board of Directors and general membership.

**B. NOMINATIONS/MEMBERSHIP:** The committee shall be chaired by the Treasurer and shall consist of not less than three members. Nominations for membership shall be reviewed by the committee for compliance with the bylaws before being forwarded to the Board of Directors for approval. The committee shall also be responsible for the circulation of information about our association to other organizations and individuals. This committee shall be responsible for carrying out the decisions of the Board of Directors relative to the recruitment, maintenance, and eligibility of members of the Association.

**C. PUBLICATIONS AND REPORTS:** The Secretary shall chair the committee. It shall be responsible for circulating questionnaires and preparing reports for distribution to the membership. The committee shall also be responsible for preparation and distribution of the Association newsletter.

**D. PROGRAM:** The program committee shall be chaired by the Vice-President and shall be responsible for organization and implementation of future programs. Selection and organization of the program shall be completed at least thirty days prior to the scheduled date of the event and shall be presented to the Board of Directors for approval.

**E. WEBPAGE:** The Association webpage shall be administered by a Webmaster nominated by the President and shall be subject to the advice and consent of a majority of the Board of Directors.

## **Article VIII: MISCELLANEOUS PROVISIONS**

### **SECTION 1 - RULES OF ORDER:**

The most recent edition of Robert's Rules of Order shall determine parliamentary practice and procedure in all cases to which they apply except where inconsistent with these bylaws or the laws of the State of Washington.

### **SECTION 2 - FUNCTION AS A 501C3 ORGANIZATION**

WATAI is to function under the IRS rules for a 501C3.

To be tax exempt under section 501(c)(3), none of WATAI's net earnings will be used, borrowed, or shared for the benefit of a private shareholder(s). Such as a member or board member's family, shareholders of WATAI, other designated individuals, or persons controlled directly or indirectly by such private interests. A private shareholder is a person having personal and private interest in the activities of WATAI.

WATAI will not engage in action organization activities such as influencing legislation and WATAI will not participate in campaign activity for or against political candidates.

The board of directors may manage the 501(c)(3) status of WATAI to maintain compliance with the IRS rules. This activity will occur during board meeting activities and will operate in compliance with WATAI's by-laws.