**CONSTITUTION AND BYLAWS**

**OF THE**

**CENTRAL WEIGHTS AND MEASURES ASSOCIATION**

**DRAFT**

**ARTICLE V – Meetings**

SECTION 1. Association Meetings~~Types~~.

1. A. Regular Meetings of the Association include:
2. The Annual Meeting for the election of officers, receiving and voting on reports of officers and committees, and transaction of other business approved by the Executive Committee.
3. The Interim Meeting to review the NCWM agenda items and recommend item status in advance of the NCWM Interim meeting, as well as other business of the Association approved by the Executive Committee.
4. B. Special Meetings of the Association or its committees may be called by the Executive Committee, or upon the written request of twenty members of the Association. The purpose of such meeting shall be stated in the call. Work sessions of the Specifications & Tolerance Committee, The Laws & Regulations Committee, the Professional Development Committee, or task groups appointed by the Chair are not considered Special Meetings.

**SECTION 2. Committee Meetings.**

1. **A. The Executive Committee will conduct Association business meetings two times a year, one at the Association Interim Meeting, and the other at the Association Annual Meeting. Special meetings of the Executive Committee may be called upon the written request of three members of the Executive Committee, or at the call of the Chair with the consent of the majority of the Committee Members. Special meetings may be conducted via phone conference or other electronic means.**
2. **B. There shall be a meeting of the Executive Committee immediately preceding the Interim and Annual meetings of the Association.**
3. **C. The Standing committees will meet two times per year, one at the Association Interim Meeting and one at the Association Annual Meeting. The Standing Committees will meet just prior to those meetings to plan their agendas.**

SECTION **3~~2~~**. Conduct of Business.

1. A. The order of business for any meeting shall be specified in an agenda or program.
2. B. Except for Executive sessions so announced, all Association meetings shall be open to all members. Attendance at Executive sessions shall be limited to members of the committee calling such a session and others invited by the committee Chair.
3. C. The privilege of the floor is extended to all members.

SECTION **4~~3~~**. Voting.

1. A. Each Active member shall have one vote of all matters presented to the Association as a body, and if a member of a committee or subcommittee, one vote on all matters presented to that committee.
2. B. All members shall have one vote on business matters of the Association.
3. C. Each member of the Executive Committee shall have one vote on Executive Committee matters. The Executive Secretary/Treasurer has voting privileges except on financial reports.
4. D. Voting on Committee Reports – Committee Reports must be available to all members present at the time of the voting session. Voting on Committee Reports shall be according to the following procedures:
	* + - 1. 1. Items presented by the committee – Active members shall vote on the item as presented.
5. a. Passed items shall be forwarded to the NCWM standing committee for consideration.
6. b. Failed items shall be recorded as such.
	1. 2. Items amended by the committee – Active members shall vote on the item as amended.
	2. a. Passed amended items shall be forwarded to the NCWM standing committee for consideration.
		1. b. Failed amended items shall be recorded as such.
	3. 3. When voting has been completed on all individual items of a standing committee’s report, the Active Members shall vote to either accept or reject the standing committee’s report in its entirety.
	4. 4. There shall be no proxies.
7. **E. Eligible members may vote virtually if the meeting is held entirely, or in part, electronically in accordance with section 6.**

SECTION **5~~4~~**. Quorum.

A quorum exists for Association meeting when at least one regulating official (state, county or municipal) is present from seven of the states having Active members in the Association. A quorum exists on the Executive Committee when five (5) of the nine (9) voting members are present, including at least one of the following: the Chair, the Vice, or the 2nd Vice.

**Section 6. Types of meetings**

**The annual and interim association and associated committee meetings shall be in-person meetings except when an emergency is declared by the executive committee allowing either meeting to be held entirely or in-part by internet meeting services. The reason for the emergency is at the discretion of the executive committee and may include, but are not limited to: a pandemic that prevents a significant number of members from participating in an in-person meeting,**

**ARTICLE VI - Executive Committee**

SECTION 1. Composition.

The Executive Committee will consist of nine (9) members. Seven (7) Executive Committee members are elected officers of the Association and two are appointed officers.

The seven elected positions are:

1. A. Chair (3rd year of 4-year progressive term).
2. B. Vice (2nd year of 4-year progressive term).
3. C. 2nd Vice (elected by membership; 1st year of 4-year progressive term).
4. D. Past-Chair (4th year of 4-year progressive term).
5. E. At-Large Member (elected by membership; 4-year term) Associate/Advisory Member (elected by membership; 4 year term off-set by two years from the term of the other Associate/Advisory Member).
6. F. Associate/Advisory Member (elected by membership; 4 year term offset by two years from the term of the other Associate/Advisory Member).
7. G. Associate/Advisory Member (elected by membership; 4 year term offset by two years from the term of the other Associate/Advisory Member).

The 2 appointed positions are:

1. A. NCWM Representative (appointed member of Executive Committee; elected by NCWM; 5-year term).
2. B. Executive Secretary/Treasurer (appointed member of Executive Committee; 4 year appointment with no limit on number of terms).

The Chair, Vice, 2nd Vice, and Past Chair must be from different states within the Association.

SECTION 2. Duties.

1. A. The Executive Committee shall have a general supervision of the affairs of the Association between its business meetings, fix the hour and place of the meetings, make recommendations to the Association, and shall perform such other duties as are specified in this Constitution and Bylaws. The Executive Committee shall be subject to the orders of the Association, and none of its acts shall conflict with action taken by the Association.
2. B. The Executive Committee shall consider and prepare reports on any proposed changes to the Constitution and Bylaws.
3. C. The fiscal year of the Association shall be January 1-December 31. The Executive Committee shall review the budget and financial statements of the Association at the Interim and the Annual Meetings. At the Interim Meeting preceding its fiscal year under consideration, the Executive Committee will establish a budget for the Association and fix the annual dues. At the Interim Meeting preceding the Annual Conference, the Executive Committee shall consider and budget the registration fee for the Annual Conference to fund the estimated expenses.
4. D. The Executive Committee shall review the semi-annual reports of the Executive Secretary/Treasurer for conformance with the budget, or for conformance with the actions of the Executive Committee for expenditures exceeding budget.
5. E. Business of the Executive Committee may be conducted by phone, mail, or electronic means, provided that the vote result is confirmed by the Committee at its next meeting.
6. F. The Executive Committee shall review the policy and direction of the NCWM Board of Directors as reported by the NCWM Representative and ensures an update is provided at the Annual Meeting.
7. G. The Executive Committee will determine the compensation provided to any member for service to the Association.

~~SECTION 3. Meetings.~~

1. ~~A. The Executive Committee will conduct Association business meetings two times a year, one at the Association Interim Meeting, and the other at the Association Annual Meeting. Special meetings of the Executive Committee may be called upon the written request of three members of the Executive Committee, or at the call of the Chair with the consent of the majority of the Committee Members. Special meetings may be conducted via phone conference or other electronic means.~~
2. ~~B. There shall be a meeting of the Executive Committee immediately preceding the Interim and Annual meetings of the Association.~~
3. ~~C. The Standing committees will meet two times per year, one at the Association Interim Meeting and one at the Association Annual Meeting. The Standing Committees will meet just prior to those meetings to plan their agendas.~~