HANDBOOK FOR BOARD OF TRUSTEES ELECTIONS

For Candidates

July 2023
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Introduction
Thank you for your interest in serving on the NC One Water Board of Trustees (BOT). This handbook will give you a better understanding of the opportunities available on the BOT. It is intended to help you determine how your knowledge, skills, and expertise may contribute to the advancement of NC One Water. Additionally, the information provided is intended to provide insight into how election to the BOT would fit with your plans, professional goals, and experiences.

Specific requirements, duties, responsibilities, and expectations are listed in this handbook. If, after reviewing this handbook, you have additional questions or would like to learn more about serving on the BOT, we encourage you to contact the Chair of the Nomination Committee.

About NC One Water
NC One Water (formerly NC AWWA-WEA) is a volunteer association operating jointly under one Board of Trustees as a Section of the American Water Works Association (AWWA) and a Member Association (MA) of the Water Environment Federation (WEF).

We are dedicated to providing water education, training, and leadership to protect public health and the environment. Our vision is to be the leading educational resource for safe water in North Carolina.

We have over 2,500 members in North Carolina representing municipal and private utilities, consulting engineering firms, government agencies, companies that provide equipment and supplies to the industry, and representatives of academia who teach and conduct research in water and wastewater-related areas.

AWWA
The American Water Works Association is an international, nonprofit, scientific, and educational society dedicated to providing total water solutions assuring the effective management of water. Founded in 1881, the Association is the largest organization of water supply professionals in the world.

WEF
The Water Environment Federation (WEF) is a not-for-profit technical and educational organization of 30,000 individual members and 75 affiliated Member Associations representing water quality professionals around the world. Since 1928, WEF and its members have protected public health and the environment. As a global water sector leader, our mission is to connect water professionals; enrich the expertise of water professionals; increase the awareness of the impact and value of water; and provide a platform for water sector innovation.
Positions on 2023 Ballot

The following positions will be included on the ballot to serve on the 2023 Board of Trustees:

- Vice Chair
- Trustee
- AWWA Director-Elect
- WEF Delegate-Elect

The following two positions will be listed on the ballot pending notification from the current individuals to confirm their intentions regarding their second term.

- Secretary
- Treasurer

Timeline

The following positions will be included on the ballot to serve on the 2023-24 Board of Trustees:

<table>
<thead>
<tr>
<th>Task</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Willingness to Serve forms posted</td>
<td>July 14, 2023-August 18, 2023</td>
</tr>
<tr>
<td>Nominating Committee meeting to review submissions</td>
<td>By August 26, 2023</td>
</tr>
<tr>
<td>Election slate sent to Secretary for review</td>
<td>By August 31, 2023</td>
</tr>
<tr>
<td>Ballot emailed to AWWA and WEF members</td>
<td>By September 3, 2022</td>
</tr>
<tr>
<td>Voting Period</td>
<td>Through October 19, 2023</td>
</tr>
<tr>
<td>Election Results Announced</td>
<td>October 31, 2023</td>
</tr>
</tbody>
</table>
Guidance to be Considered in Nominating Process

Leaders come in all shapes and levels of experience; therefore, it is impossible to set definitive criteria which if met, will guarantee a strong, successful leader. It is unlikely the Board would function if all individuals serving in the various offices were strong, successful leaders with the same qualifications and experience. The NC One Water Board, like any other, needs a diverse group of individuals who are committed and loyal to the organization, who possess knowledge of the workings of the various committees, who are willing to commit the time and energy needed to serve in a leadership role, and who bring to the table a perspective that is representative of some portion of the membership.

With that in mind, the following criteria are offered for consideration of any member nominated for office.

- **Commitment:**
  - Has the individual been an active member of the NC AWWA or WEF for some period and has served on one or more committees? If so, on which committee(s) did they serve, and what role did they take in helping the committee(s) achieve its goals?

- **Leadership:**
  - Has the individual served as chairman or vice-chairman of one or more committees?
  - Has the individual defined an area of service that needed attention and taken the initiative to make something happen?

- **Knowledge of the Organization:**
  - Is the individual familiar with the organizational structure, and do they understand the relationship between the committees and the Board?

- **Support of Employer:**
  - Does the individual have the support of their employer—specifically, will they provide time so that this person can attend all Board functions, including regular Board meetings, Regional and National meetings, work sessions, and some committee meetings?
  - Is the individual aware that financial support could be needed for events not paid for by the Association?

- **Diversity:**
  - Will the individual contribute to the diversity of leadership of NC AWWA-WEA through one or more of the following: Employment, geographic representation, gender/ethnicity, or professional experience?

Board Description and Positions

The members of the Board of Trustees (Board) will support the work of NC AWWA-WEA and provide mission-based leadership and strategic governance. While day-to-day operations are led by NC AWWA-WEA’s Executive Director, the Board-CEO relationship is a partnership, and the
appropriate involvement of the Board is both critical and expected. Specific Board Member responsibilities include:

- Leadership, governance, and oversight
- Working as a team with the Board and Executive Director; developing and implementing NC AWWA-WEA's strategic plan.
- Reviewing outcomes and metrics created by NC AWWA-WEA for evaluating its impact and regularly measuring its performance and effectiveness using those metrics.
- Reviewing the agenda and supporting materials before board and committee meetings.
- Exercising voting rights to execute the business of NC AWWA-WEA.
- Approving NC AWWA-WEA's annual budget, audit reports, and material business decisions; being informed of and meeting all legal and fiduciary responsibilities.
- Instituting policies that convey NC AWWA-WEA values and perspectives to ensure consistent, legal, and ethical operations.
- Contributing, as requested, to an annual performance evaluation of the Executive Director.
- Assisting in identifying and recruiting other Board Members to ensure that NC AWWA-WEA's commitment to a diverse board and staff reflects the communities of interest that NC AWWA-WEA serves.
- Partnering with other board members and the Executive Director to ensure that board resolutions are carried out.
- Serving on task forces and taking on special assignments as assigned by the Chair.
- Participating in regular Board performance evaluations.
- Attending the major events sponsored by NC AWWA-WEA, including the Annual Conference.
- Representing NC AWWA-WEA to stakeholders; acting as an ambassador for the organization.

Board Meetings will be held at least once a quarter per the bylaws. The meeting schedule for the following year will be finalized no later than November. All Board members are responsible for reviewing all materials provided by the Executive Director in advance of Board Meetings to conduct meetings expeditiously and conscientiously. In addition to Board Meetings, attendance at events such as WEF's WEFMAX and AWWA's RMSO and Summer Workshop is strongly encouraged. A description of position-specific responsibilities and an estimate of Board Member time requirements are provided below.

BOT service is an extraordinary opportunity for an individual who is passionate about NC AWWA-WEA's mission and vision and who has a track record of leadership, particularly within NC AWWA-WEA's Committees and Councils. Previous experience as a committee leader is strongly recommended. Individuals seeking a Board position are required to be members in good standing of AWWA and WEF.
Selected Board Members will also have achieved leadership stature in the water/wastewater sector. Ideal candidates will have the following qualifications:

- Extensive professional experience with significant leadership accomplishments in the water/wastewater industry.
- A commitment to and understanding of NC AWWA-WEA’s beneficiaries, preferably based on experience.
- Savvy diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals.
- Personal qualities of integrity, credibility, and a passion for improving the lives of NC AWWA-WEA’s beneficiaries.
- Willingness and ability to invest the necessary time required to fulfill the responsibilities as described.

Service on NC AWWA-WEA’s Board of Directors is without remuneration, except for administrative support and travel and accommodation costs in relation to Board Members’ duties as described in the policy.

**Members of the Executive Committee**

The Executive Committee is composed of the Chair, Chair-Elect, Vice-Chair, Past Chair, Secretary, and Treasurer, with the Chair presiding. The Executive Committee routinely meets before the Board Meeting to review and discuss the Board Meeting agenda. Its other functions are to review the draft annual budget prepared by the Treasurer and provide direction regarding personnel matters.

**Description of Position-Specific Responsibilities**

**CHAIR**

1) Presides over the Board of Trustee Meetings.
2) Presides over all meetings of the Association, including the Annual Conference.
3) Sets the agenda for Board Meetings with the Executive Director.
4) Directs the work of the Executive Director and advises on priorities.
5) Appoints Committee Chairs and Vice Chairs.
6) Oversees the nomination process.
7) Serves as Chair of the Executive Committee.
8) Serves as one of the signatories on bank accounts.

**CHAIR-ELECT**

1) Presides over meetings in the absence of the Chair.
2) Recruits and appoints Council Chairs (as needed), Committee Chairs, and Vice Chairs for the coming year.
3) Sets the Board meeting schedule for the coming year.
4) Sets goals for the coming year.
5) Serves on the Executive Committee.
6) Makes Trustee Council liaison assignments.
7) Perform Duties as assigned by the Chair.
8) Serves as one of the signatories on bank accounts.
9) Attends Board Meetings.
10) Prepares for future duties as Chair.

**VICE-CHAIR**
1) Perform duties of the Chair-Elect in the absence of the Chair-Elect.
2) Serves on the Executive Committee.
3) Commits to and prepares for future duties of Chair-Elect, Chair, Past Chair, and Past-Past Chair (Note: This is a 5-Year commitment – 4 years serving on the Board/Executive Committee and one year as Past-Past Chair serving as Chair of the Nominating Committee. Also, it is suggested that the Vice-Chair Candidate have served a minimum of 1 year as Treasurer.).
4) Attends Board Meetings.

**PAST CHAIR**
1) Serves on the Executive Committee.
2) Attends Board Meetings.
3) Provides guidance and Counsel to the Chair.
4) Serves on the Nominating Committee.

**SECRETARY**
1) Attends Board Meetings.
2) Prepares Board Meeting and Annual Business Meeting minutes for review by the Executive Director before distribution to the Board.
3) Collects Committee reports/minutes and compiles them into a single report before each Board meeting.
4) Serves on the Executive Committee.
5) Serves as one of the signatories on bank accounts.
6) Elected annually for a one-year term and may serve a second term, with a maximum of two terms.

**TREASURER**
1) Works with the Executive Director to establish the accounting and finance schedule for the year.
2) Works with the Executive Director to develop a first draft of the annual budget.
3) Approves the draft annual budget and audit reports for distribution to the Board.
4) Is informed of and meets all legal and fiduciary responsibilities required of a Board member and Treasurer.
5) Responds to the CPA firm conducting the audit and preparing tax reports as required.
6) Performs monthly review of bank reconciliation reports and staff credit card purchases.
7) Reviews the financial reports for the Treasurer's Report provided by the Executive Director before submission to the Board at Board meetings.
8) Attends Board Meetings and serves on the Executive Committee.
9) Serves as one of the signatories on bank accounts.
10) Elected annually for a one-year term and may serve a second term, with a maximum of two terms.

**TRUSTEES**

1) Oversees the activities and serves as the Board Liaison to Council Chairs for two (2) years: Each Trustee (4 Trustees) serves as Liaison to the Board for one Council. Liaison responsibilities include communicating and reinforcing the goals of the strategic plan, acting as a communication conduit between the Board Council Chairs and Committees, and assisting Council Chair as necessary.
2) Attends committee meetings and events when possible.
3) Reviews committee activities, budget requests, work plans, and petitions to the Board and makes appropriate recommendations.
4) Coordinates with the Council Chairs and Committee Chairs to obtain committee meeting minutes for inclusion in the Board of Trustees meeting packet.
5) Attends Board Meetings.

**WEF DELEGATES**

1) Represents the NC AWWA-WEA for four (4) years (1 year as Delegate Elect and three years as Delegate) on the WEF House of Delegates and attends House of Delegates meetings.
2) Assists the NC AWWA-WEA in interpreting and implementing WEF goals.
3) Acts as liaison between the NC AWWA-WEA and WEF: Delegate's communication responsibility is both to convey information from the National organization to the NC AWWA-WEA Board and to convey information about NC AWWA-WEA to the Board of the National organization.
4) Reports on WEF activities and initiatives at Board Meetings.
5) Serves as the local host to the visiting WEF officer at the annual conference.
6) Participates on House of Delegates committees and work groups as appropriate.

**AWWA DIRECTOR**

1) Represents the NC AWWA-WEA for four (4) years (1 year as Director-Elect and three years as Director) on the AWWA Board of Directors and attends AWWA Board meetings.
2) Assists the NC AWWA-WEA in interpreting and implementing AWWA goals.
3) Acts as a liaison between the NC AWWA-WEA and AWWA: Director's communication responsibility is both to convey information from the National organization to the NC AWWA-WEA Board and to convey information about NC AWWA-WEA to the Board of the National organization.

4) Reports on AWWA and its initiatives at Board Meetings.

5) Serves as the local host to the visiting AWWA officer at the annual conference.

6) Participates on AWWA Board committees and work groups as appropriate.

WATER OPERATORS’ REPRESENTATIVE & REPRESENTATIVE & WASTEWATER OPERATORS REPRESENTATIVE (2 POSITIONS)

1) Attends Board Meetings.

2) Reviews all abstracts for all training (i.e., Seminars/Institutes, Conferences, and Schools) to ensure that materials meet Water and/or Wastewater requirements for CEU's.

PAST-PAST CHAIR (not official member of Board)
Serves as Chair of the Nominating Committee.

Nomination Submissions
Individuals wishing to nominate themselves or another person must complete a Willingness to Serve Form found on the Board page of the NC One Water website.

A completed nomination packet includes the following:

- Completed nomination form
- Detailed list/description of current and past service on NC One Water Committees or previous Board experience
- Resume
- Letter of Support from Employer
- Letter of Recommendation
- Statement of Interest (Why do you want to be on the Board? OR Why do you think this person should be on the Board?)

Nominating Committee Information
Conflict of Interest Policy
Each member of the Nominating Committee must agree to and acknowledge the following:

The primary duty of each member of the Nominating Committee for the NC AWWA-WEA is to select, in a fair and unbiased way, the candidates to be nominated for each office being filled by the Association. The nominations by this committee are to be made pursuant to the detailed guidance specified in the Constitution of the North Carolina Water Environment Association and the By-laws of the North Carolina Section American Water Works Association.
To accomplish these responsibilities, each member of the Nominating Committee is to be free of any conflict of interest. If, as a Nominating Committee member, you (or your associates) stand to gain from a particular nomination to be made by the committee, you have an affirmative obligation to notify the Chair of the Committee, and you are not to participate in the discussion or vote on that nomination. Furthermore, you must not use your influence to sway the view of any committee member in arriving at his or her personal decision in voting on that nomination.

A committee member who ignores these requirements may be committing an illegal act and may not be entitled to any protection pursuant to the indemnification By-law. Additionally, you may not be entitled to the protection provided by committee members of not-for-profit organizations under applicable state laws.

Bylaws Provisions for Elections

NC AWWA Provisions

7.4 Nomination for Members of the Section Board of Trustees

7.4.1. A seven-member Nominating Committee shall consist of the Nominating Committee Chair, elected to office by the vote of membership in the prior year, the two most immediate past chairs, two appointees made by the immediate past chair during his term of office as Chair, and two appointees made by the current chair, all of whom shall be members in good standing of both AWWA and WEF and whose appointment shall be confirmed by the Board of Trustees. The Chair shall make appointments to fill vacancies that may occur from any cause.

7.4.2. The Nominating Committee shall conduct the nomination and election process for the following members of the Section Board of Trustees: chair, vice-chair, and chair-elect, Secretary, Treasurer, and for vacancies as they occur for AWWA Director, WEF Delegate; Public Water Operator Representative, Public Wastewater Operator Representative, and at-large-trustees; and the Nominating Committee Chair. The vacancies for which nominees are being solicited and a description of the nomination process requirements shall be advertised to the membership for a period of not less than 90 days before the date on which the Nominating Committee convenes to select a slate of candidates.

7.4.3. The AWWA Director shall be nominated and elected in accordance with the Bylaws of the AWWA. The AWWA Director serves a 3-year term. An AWWA Director-Elect shall be selected in the year before the expiration of the incumbent AWWA Director’s term.

7.4.4. The Section Delegate to the WEF House of Delegates shall be nominated and elected in accordance with the provisions of the Constitution and Bylaws and governing documents of WEF. Section Delegates serve 3-year terms in the WEF House of Delegates, with a Delegate-Elect elected two years out of every three.

7.4.5. No member of the Nominating Committee shall be nominated for an office of the Section during the time that the individual is a member of the Committee.
7.4.6. It shall be the duty of the Nominating Committee to obtain the consent of the nominees and to verify membership status before placing a person's name in the nomination. The Nominating Committee shall consider the Association's commitment to diversity and the involvement of young professionals in nominating members for the Section Board of Trustees. The affirmative vote of at least four members of the Nominating Committee shall be required for any nomination.

7.4.7. At least twelve weeks before the annual meeting of the Section, the Nominating Committee shall notify the Secretary of at least one eligible candidate for each of the offices to be filled and thereby place their names in nomination for those offices for which they have been nominated. The Secretary shall be responsible for notifying the Executive Director and shall ensure that a list of the nominees for each office is made available to the membership on the Section's website, where it shall be posted for at least six weeks before the annual meeting of the Section.

7.5 Election of Members of the Section Board of Trustees
7.5.1. All members of the Section in good standing, including multi-Section members, are eligible to vote in an election for members of the Section Board of Trustees.
7.5.2. An electronic ballot shall be prepared by staff, listing the nominees for each office and providing a blank line for each office to permit the members to write in an alternate candidate, and the ballot shall be reviewed and approved by the Chair of the Nominating Committee.
7.5.3. The electronic voting method shall be designed to ensure that only members receive the ballot, and that no member may vote more than once for any candidate.
7.5.4. The staff shall transmit the approved ballot by email to those who are members of WEF or AWWA. Members shall then vote electronically by a date certain, which shall be established annually by the Nominating Committee, with that date being not less than four weeks after the publication of the slate of nominees on the Association's website.
7.5.5. Within five days of the close of voting, the staff shall prepare and submit to the Nominating Committee Chair a report tallying the results of the electronic vote.
7.5.6. The Chair of the Nominating Committee shall then announce the outcome of the election at the annual Business Meeting.

7.6 Terms of Office for Section Board of Trustees
7.6.1. The AWWA Director shall be elected for a term of three years or as otherwise required by the Bylaws of the AWWA. The AWWA Director shall take office immediately following the AWWA Annual Meeting at which he/she is installed. The AWWA Director shall not be eligible to succeed him or herself. If there is an AWWA Director-Elect, he/she shall serve in this position until he/she takes office as AWWA Director, and during this time, he/she shall have the same rights and responsibilities as any other member of the Board of Trustees.
7.6.2. The term of the Chair, Chair-Elect, Vice-Chair, and Past Chair shall be one (1) year. These terms shall commence following the turning over of the gavel of office during the
Section annual meeting at which they are elected or succeed to office and shall terminate at the turning over of the gavel of office of the Annual Meeting at which their term expires. No Chair, Chair-Elect, or Vice-Chair shall be eligible to succeed him or herself.

7.6.3. The term of office of a trustee-at-large shall be two years, with two trustees elected each year. No trustee shall be eligible to succeed him or herself.

7.6.4. The term of office for each WEF Delegate shall be three years. If there is a WEF Delegate-Elect, he/she shall serve in this position until he/she takes office as WEF Delegate, and during this time, he/she shall have the same rights and responsibilities of any other member of the Board of Trustees. No WEF delegate shall be eligible to succeed him or herself.

7.6.5. The term of the Secretary and Treasurer shall be one year, and each shall be eligible to serve no more than one additional year if re-elected by the vote of the membership.

NC WEA Provisions

6.6 NOMINATIONS FOR MEMBERS OF THE NC WEA BOARD OF TRUSTEES

6.6.1. A seven-member Nominating Committee shall consist of the Nominating Committee Chair, elected to office by the vote of the membership in the prior year, the two most immediate past chairs, two appointees made by the immediate past chair during his term of office as Chair, and two appointees made by the current chair, all of whom shall be members in good standing of both AWWA and WEF and whose appointment shall be confirmed by the Board of Trustees. The Chair shall make appointments to fill vacancies that may occur from any cause.

6.6.2. The Nominating Committee shall conduct the nomination and election process for the following members of the NC WEA Board of Trustees: chair, vice-chair, and chair-elect, Secretary, Treasurer, and for vacancies as they occur for AWWA Director, WEF Delegate; Public Water Operator Representative, Public Wastewater Operator Representative, and at-large-trustees; and the Nominating Committee Chair. The vacancies for which nominees are being solicited and a description of the nomination process requirements shall be advertised to the membership for a period of not less than 90 days before the date on which the Nominating Committee convenes to select a slate of candidates.

6.6.3. The AWWA Director shall be nominated and elected in accordance with the Bylaws of the AWWA. The AWWA Director serves a 3-year term. An AWWA Director-Elect shall be selected in the year before the expiration of the incumbent AWWA Director’s term, beginning in 2011.

6.6.4. The NC WEA Delegate to the WEF House of Delegates shall be nominated and elected in accordance with the provisions of the Constitution and Bylaws and governing documents of WEF. NC WEA Delegates serve 3-year terms in the WEF House of Delegates, with a Delegate-Elect elected two years out of every three, beginning in 2010.
6.6.5. No member of the Nominating Committee shall be nominated for an office of NC WEA during the time that the individual is a member of the Committee.

6.6.6. It shall be the duty of the Nominating Committee to obtain the consent of the nominees and to verify membership status before placing a person’s name in the nomination. The Nominating Committee shall consider the Association’s commitment to diversity and the involvement of young professionals in nominating members for the NC WEA Board of Trustees. The affirmative vote of at least four members of the Nominating Committee shall be required for any nomination.

6.6.7. At least twelve weeks before the annual meeting of the NC WEA, the Nominating Committee shall notify the Secretary of at least one eligible candidate for each of the offices to be filled and thereby place their names in nomination for those offices for which they have been nominated. The Secretary shall be responsible for notifying the Executive Director and shall ensure that a list of the nominees for each office is made available to the membership on the NC WEA’s website, where it shall be posted for at least six weeks before the annual meeting of the NC WEA.

6.7 ELECTION OF MEMBERS OF THE NC WEA BOARD OF TRUSTEES

6.7.1. All members of NC WEA in good standing, including multi-section NC WEA members, are eligible to vote in an election for members of the NC WEA Board of Trustees.

6.7.2. An electronic ballot shall be prepared by staff, listing the nominees for each office and providing a blank line for each office to permit the members to write in an alternate candidate, and the ballot shall be reviewed and approved by the Chair of the Nominating Committee.

6.7.3. The electronic voting method shall be designed to ensure that only members receive the ballot and that no member may vote more than once for any candidate.

6.7.4. The staff shall transmit the approved ballot by email to those who are members of WEF or AWWA. Members shall then vote electronically by a date certain, which shall be established annually by the Nominating Committee, with that date being not less than four weeks after the publication of the slate of nominees on the Association’s website.

6.7.5. Within five days of the close of voting, the staff shall prepare and submit to the Nominating Committee Chair a report tallying the results of the electronic vote.