

Groundwater Management Districts Association Constitution

**Amended
January 12, 2012**

ARTICLE 1.0: NAME

The name of the Association shall be "Groundwater Management Districts Association" (GMDA).

ARTICLE 2.0: PURPOSE

The Groundwater Management Districts Association is a non-profit organization established to provide groundwater developers, users, owners and other individuals and organizations concerned with the management, development, conservation and protection of groundwater, the opportunity to exchange ideas, develop or influence programs for the development, utilization, conservation, protection and management and control of groundwater; and in furtherance thereof the Association shall endeavor:

- a) To be informed of and exchange ideas on current trends and problems as they affect groundwater, including those which have, or may have, technical, legal, administrative and economic implications.
- b) To review and analyze methods and techniques employed by members and their associates in conducting studies and research on management of groundwater and in designing and obtaining solutions to problems associated therewith.
- c) To review, analyze, propose and influence legislation and policy as they affect groundwater.
- d) To evaluate activities and plans of governmental bodies and other organizations and associations as they relate to groundwater and to take appropriate action.
- e) To develop and propose joint or coordinated plans of action to meet national, interstate and/or regional groundwater problems and needs, including affiliations or memberships in other similar organizations or associations.
- f) To assess and encourage, as appropriate, the conjunctive use and management of both surface water and groundwater supplies with due consideration for the unique and limiting properties of each resource.
- g) To foster the general public's knowledge and appreciation for the economic advantages of private enterprise and development of groundwater.
- h) To promote orderly and equitable development, conservation and management of groundwater through local government.

ARTICLE 3.0: MEMBERSHIP

Membership in the Association shall be open to all individuals, organizations, corporations, districts, agencies, authorities, cities, towns, firms, educational institutions and other entities

interested in furthering the purposes of the Association.

ARTICLE 4.0: TYPES OF MEMBERSHIPS

There shall be four (4) types of membership: District, Organizational, Affiliate and Individual.

a) District membership is open only to those districts who have major programs and responsibilities for groundwater development, conservation and management and which are chartered under the laws of their respective states.

b) The Organizational membership is open to organizations and associations whose major purposes are the development, conservation and management of groundwater.

c) The Affiliate membership is open to those organizations, agencies, corporations, businesses or partnerships affiliated with the interests and purposes of the Association.

d) The Individual membership is open to those individuals interested in the purposes of the Association.

ARTICLE 5.0: DUES

The membership dues for each type of membership of the Association shall be set annually by the board of directors and are payable on October 1 of each year.

ARTICLE 6.0: BOARD OF DIRECTORS AND VOTING

The Association shall be governed by a board of directors consisting of three (3) members from each state with representation in the Association by either a District or Organizational membership. The board of directors shall be elected by their state caucuses in accordance with Article 7.0, except for the provision that the immediate past President shall serve as a member of the board for one (1) additional year with full voting privileges. The GMDA director to NWRA, the GMDA Secretary/Treasurer and all GMDA members maintaining positions on NWRA committees shall be considered as non-voting, ex-officio GMDA board members, unless they have been elected to the board via the state caucus procedure. All voting on Association matters before the board of directors shall be determined by the majority vote of the directors present. Any proposition adopted by majority vote of the board can be vetoed by a two-thirds vote of the District membership in attendance at an annual or special meeting; and a call for such a veto referendum can be made by any District member. Each District member shall have one (1) vote in such a veto referendum.

ARTICLE 7.0: STATE CAUCUSES

At each annual meeting a state caucus consisting of the state's entire membership shall meet and by a majority vote of the members in attendance elect directors as follows: Beginning with the 1988 annual meeting three (3) members shall be elected - one for a one-year term,

one for a two-year term and one for a three-year term. Thereafter at each annual meeting one director shall be elected for a three-year term. At each annual meeting or any special meeting for the entire membership, each state's directors shall call for a state caucus to present Association matters to their caucus. During caucus deliberation of Association matters, caucus voting shall serve as a guide for the voting of the state directors during subsequent board meetings. The matter of appointing a state advisor shall also be routinely handled during the annual state caucus meeting. The state caucuses should endeavor to appoint an advisor who has statewide experience in all pertinent phases of groundwater management.

It will be the responsibility of the states to provide for any filling of vacancies which may occur in their respective state representation on the board of directors.

ARTICLE 8.0: CAUCUS VOTING RIGHTS

All memberships shall be entitled to vote in the state caucuses in accordance with the type of membership (Article 4.0) and as set forth below:

- a) District members shall be entitled to four (4) votes.
- b) Organizational members shall be entitled to three (3) votes.
- c) Affiliate members shall be entitled to two (2) votes.
- d) Individual members shall be entitled to one (1) vote.

ARTICLE 9.0: OFFICERS

The activities of the Association shall be set and maintained by the Officers who, except for the GMDA Secretary/Treasurer (who may or may not be an elected director), shall be current board members. The officers shall consist of the President, Vice-President and Secretary/Treasurer. The Vice-President shall also serve as President elect and shall assume the office of President whenever vacated.

ARTICLE 10.0: TERMS OF OFFICE

All officers shall serve for one year, except for the provisions for the accession of the Vice-President to the Presidency, and all officers shall be elected at each annual meeting by majority vote of the directors in attendance. In the event the in-coming President had been elected Vice-President with only one year remaining on his or her term and is not re-elected to the three-year position when ready to automatically assume the Presidency, the new board shall elect both a President and a Vice-President from its members.

ARTICLE 11.0: DUTIES OF OFFICERS AND ADVISORS

The officers of the Association shall, until the employment or appointment of a manager, perform all the routine functions of the Association as follows:

a) President shall preside over all meetings of the board of directors and shall generally be the spokesperson for the Association in matters of public affairs. He or she shall ultimately assume all responsibility for the Association and its efforts, and shall be allowed to appoint committees as deemed necessary, including representatives to other organizations and committees of similar interest or nature.

b) Vice-President shall preside and assume the duties of the President in his or her absence. He or she shall also be responsible for the upcoming annual meeting preparations.

c) Secretary/Treasurer shall be responsible for the financial affairs of the Association and shall record the proceedings of the board of director's meetings and other special meetings.

d) GMDA director to NWRA shall represent GMDA at NWRA meetings and shall report to the GMDA board all appropriate NWRA actions and activity, specifically including matters pertaining to voting procedures, dues, legal actions, the legislature and other NWRA affiliations.

e) Advisors shall assist the board by attending board meetings and providing advice and assistance to the directors of the state they represent, providing the board a state overview report during each annual meeting which covers groundwater topics of interest to the Association and by providing support in the development and conduct of the annual conference and other general meetings, seminars, field trips and activities.

ARTICLE 12.0: MEETINGS OF THE ASSOCIATION

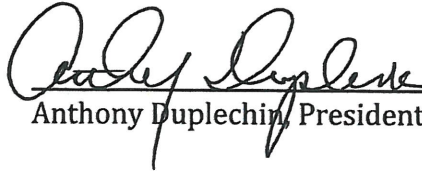
There shall be an annual meeting of the entire membership to carry out the purpose of the Association and to present matters before the Association and state caucuses. The date for such annual meeting shall be set by the board of directors with a minimum of 30-day notice to the membership. The President or Vice-President can call for a meeting of the board of directors upon 15-day written notice to all directors, advisors and the GMDA director to NWRA. Special meetings of the entire membership may be called as deemed necessary by the board of directors with a 15-day notice of such meeting provided to the membership.

ARTICLE 13.0: AMENDMENTS

These articles of the Association may be amended or repealed in whole or part upon the two-thirds vote of the board of directors, and suggested amendments or repeal, may be made by a majority vote of the membership of the Association in accordance with articles 7.0 and 8.0.

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Anthony Duplechin, President


Steven D. Walthour, Secretary/Treasurer

State of Louisiana

Parish of East Baton Rouge

I, Anthony Duplechin, GMDA President, do certify that on this 30 day of
Sept, 2014, this is a correct and true copy of the Groundwater Management
Districts Association Constitution.



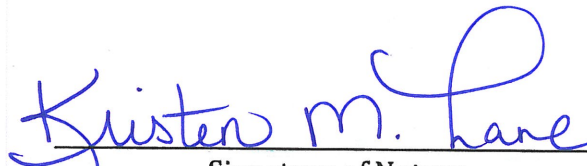

Signature of Notary

State of Texas

County of Moore

I, Steven D. Walthour, GMDA Secretary/Treasurer, do certify that on this 6th day of
October, 2014, this is a correct and true copy of the Groundwater Management
Districts Association Constitution.




Signature of Notary