

Constitution of the Utah Floodplain and Stormwater Management Association

Preamble

The Utah Floodplain and Stormwater Management Association (the “Association”) is a Utah nonprofit corporation founded by professionals interested in and responsible to promote proper floodplain and stormwater management in the State of Utah. The Association is a member of the Association of State Floodplain Managers (“ASFPM”). ASFPM requires that the Association adopt this Constitution and Bylaws.

Article 1 - Purpose

The purpose of the Association is to promote proper floodplain and stormwater management in the State of Utah as more fully set forth in the Bylaws.

Article 2 - Membership

Membership in the Association is open to all persons involved in floodplain and stormwater management and related disciplines in the State of Utah as more fully set forth in the Bylaws. The rights of members, including voting rights, are set forth in the Bylaws.

Article 3 - Board of Directors

The qualifications, size and duties of the Board of Directors of the Association are set forth in the Bylaws.

Article 4 - Officers

The Board of Directors elects the officers of the Association as set forth in the Bylaws. The duties of the officers are also set forth in the Bylaws.

Article 5 - Indemnification

To the fullest extent permitted under § 16-6a-901, et. seq. of the Utah Revised Nonprofit Corporation Act, as amended, or pursuant to any successor statute with similar effect, no director or officer of the Association shall be personally liable to the Association or its members for civil claims arising from acts or omissions made in the performance of his or her duties as a director or officer. Any repeal or modification of the foregoing sentence by the Association shall not adversely affect any right or protection of a director or officer of the Association existing at the time of such repeal or modification.

Article 6 - Amendments

This Constitution of the Association may be amended by the Board of Directors or by a vote of two-thirds (2/3) of the votes at an annual meeting of members. Any proposed amendment to be adopted by the members must be circulated to the A members no less than thirty (30) days prior to the annual meeting at which a vote is to be taken.

Proposed amendments from the floor during an annual meeting of members may be adopted by a vote of seventy-five percent (75%) of the membership present without a thirty (30) day notice.

This Constitution shall be in force and effect from and after its adoption by the Board of Directors.

Approved by the Association and signed by the Chairman on October 23, 2019.

Randy Wahlen, Chairman

A handwritten signature in black ink that reads "Randy Wahlen". The signature is written in a cursive style with a long horizontal stroke at the end.

ATTEST:

_____, Secretary