

WESTERN REGIONAL BOILER ASSOCIATION

BYLAWS

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PURPOSE

The purpose of the western Regional Boiler Association is to establish an organization that brings together those individuals that are involved in the day-to-day operation, maintenance, and engineering/design of facilities that employ boilers of all sizes. The Association encourages individuals having involvement with boiler facilities from the western states and the provinces of Canada to become members and participate in the Association's annual conference. Our goal as an Association is to share information and experience in order to improve boiler operations, and to meet industry energy demands for today and the future in the safest and most economical manner.

Each year the Association holds a conference in one of the major cities on the West Coast. The objective of the conference is to provide a forum to conduct a series of formal and informal meeting sessions. Vendors who manufacture boilers or boiler plant equipment, controls, etc. or provide related services are also invited to attend the conference as exhibitors or presenters (see Article VII). Formal meeting sessions will include technical presentations on topics of interest to Association members. One formal session will be devoted exclusively to a discussion by Association members which focuses on operating, maintenance, and safety issues associated with boilers and related auxiliary equipment. Informal sessions include such things as meal gatherings, breaks, and a facility tour. The informal sessions give Association members a chance to meet on an individual basis and discuss technical issues of common interest. In addition, informal sessions provide time for Association members to meet with vendors attending the conference to learn more about the products and services they provide for boiler facilities.

ARTICLE I-Steering Committee Formation and Purpose

Section 1: The Association shall have a volunteer Steering Committee to administer the business of the Association; and to plan and execute the Association's annual conference. The Steering Committee shall consist of a Chair, Vice-Chair, Treasurer, and a minimum of 4 additional members.

Section 2: Anyone from the general membership may volunteer to become a Steering Committee member at the annual conference. Any resignation from the Steering Committee may be filled at the next year's annual conference.

Section 3: If possible, the Steering Committee will decide the location of the following year's annual conference during the current conference and consider venues given by the general membership.

Section 4: The Steering Committee will meet in September or October of each year at the hotel of choice to discuss the upcoming conference agenda, tour meeting rooms, and hotel facilities and to review changes to the association web site. A telephone conference call may be scheduled in September or October in place of a physical meeting at the hotel of choice. The conference call shall have a majority of Steering Committee members participating and minutes of the conference call sent out to all Steering Committee members.

ARTICLE II-Steering Committee Officers Selection and Terms

Section 1: The Chair and Vice-Chair are selected by the Steering Committee.

Section 2: Normally, the Chair will serve for one year.

Section 3: Normally, the Vice-Chair will serve for one year.

Section 4: The Steering Committee shall appoint one of its members the responsibility of Association Treasurer. A new Treasurer can be elected by a majority vote of the Steering Committee any time.

ARTICLE III-Steering Committee Duties

Chair: Preside over the annual conference meeting and Steering Committee meetings; review and approve Vendor proposals for technical presentations during the Associations' annual conference; prepare the annual conference agenda; coordinate Steering Committee efforts to solicit Vendors for display tables and technical presentations; establish the date for the fall Steering Committee meeting and set the meeting agenda; oversees any work being carried out by Steering Committee members; approves payment of Association invoices/bills by the treasurer.

Vice-Chair: Supports the Chair in any way needed; normally becomes Chair for the following year's conference.

Conference Site Coordinator: May be the Chair or Vice-Chair or another committee member. Responsibilities include making the necessary arrangements for a hotel in the selected city for the following year conference; making necessary arrangements with the hotel of choice for all meeting rooms, meals rooms, Vendor display rooms; arrangements for a discounted block of rooms; setting the meal and break menus with the hotel staff. The Conference Site Coordinator can also set up the offsite tour; evening entertainment and any transportation needed.

Treasurer: May be the Chair or Vice-Chair or another committee member. The Treasurer shall monitor expenditures by the association to insure that they are consistent with a non-profit organization. The Chair (or Vice-Chair, if the Chair is acting Treasurer) and Treasurer will have signature authority on the Association's checking account and online banking activities. The Treasurer will be responsible for maintaining the Association's checking account and online banking as needed. The Treasurer shall maintain records of all expenses paid by the Association; review and maintain monthly bank credit card accounts; prepare a report summarizing the Association's financial status to be made at the annual conference; and prepare for review and approval by the Steering Committee a completed federal form 990 as required by the Internal Revenue Service.

ARTICLE IV-Conference Minutes and Member Privacy Policy

Section 1: The minutes of the annual conference will be posted to the Association's web site within 45 days of the annual conference.

Section 2: The Association membership list will not be distributed to anyone other than Association members.

ARTICLE V-Fees

Section 1: The Regular member, Retired member and Vendor registration fees for attending the annual conference will be set by the Steering Committee.

ARTICLE VI-Bylaw Revisions

Section 1: The bylaws of the Western Regional Boiler Association will be reviewed by the Steering Committee from time to time and be revised as necessary.

Section 2: Revisions shall be drafted and approved by a 2/3 majority of Steering Committee members. This will be accomplished at any Steering Committee meeting or by electronic voting.

Section 3: Any revisions approved from Article VI, Section 2 above will then need a 2/3 majority vote by the Steering Committee. This will be accomplished at any Steering Committee meeting or by electronic voting.

ARTICLE VII-Closed Sessions

Section 1: In keeping with the spirit of the **PURPOSE** of the Western Regional Boiler Association by-laws, the Association retains the right to exclude Vendors from formal meeting sessions. The Chair, at the first formal session of the annual conference will designate which formal sessions are "open" and those sessions that are "closed". Vendors may only attend "open" sessions.

Section 2: If a Vendor wished for their presentation to be "closed", they must specify this at the time of registration.