



RESOLUTION #2014-1

A Resolution of the Washington Airport Management Association (WAMA) adopting the revised Association Constitution and By-Laws.

Whereas, WAMA was founded in 1970 and established a Constitution and By-Laws to provide for its Name, Purpose, and Offices, its Membership Classification and Qualification, its Board of Directors, its Officers, its Contracts and Finances, its Amendments, and its Committees; and

Whereas, there is a need to alter or revise these By-Laws from time to time and Article VI of the By-Laws provides the mechanism by which to address that need; and

Whereas, the By-Laws were last revised in December 2011; and

Whereas, in Article I, the purposes of WAMA are now greater than previously specified and it is now necessary to define certain terms; and

Whereas, in Article II, the names, criteria, and terms of certain classes of membership, the Association meeting requirement, and the nomination process require clarification; and

Whereas, also in Article II, a means of electronically submitting nominations and voting requires implementation; and

Whereas, in Article III, the role of Associate members on the Board of Directors, the election and terms of Directors, and the composition of the Executive Committee all require further definition; and

Whereas, also in Article III, the need for all committees to coordinate activities with both the President and the Executive Director requires additional emphasis; and

Whereas, in Article IV, new limitations on Officers, the authority of the Board of Directors, the title and responsibilities of the Executive Director, the responsibilities of the Treasurer, and the process for compensation decisions require revisions to address the realities of Association workload demands, an appropriate division of tasking among the Officers, and the requirements of the Association's non-profit status; and

Whereas, in Article V, the Association must define its policies on ethics and conflict of interest to meet the requirements of its non-profit status; and

Whereas, in Article VI, the Association desires to create the additional means of electronic voting to alter or revise the By-Laws; and

Whereas, the WAMA Board of Directors approved the revised By-Laws to accomplish these purposes at its regular meeting on March 11, 2014 and directed that the By-Laws be submitted to the membership for a vote; and

Whereas, the Association membership eligible for voting has reviewed each of the revised By-Laws; **Now Therefore**,

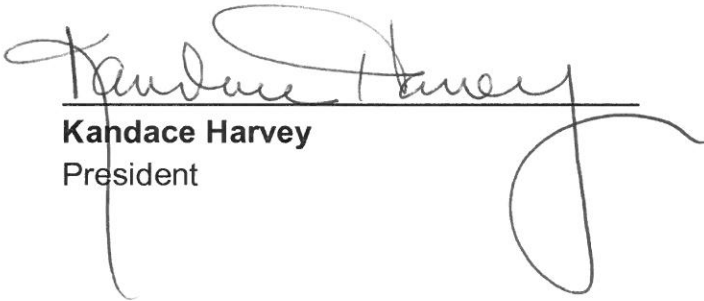
BE IT RESOLVED by the Washington Airport Management Association:

Section 1. The Association membership hereby adopts the revised Association Constitution and By-Laws.

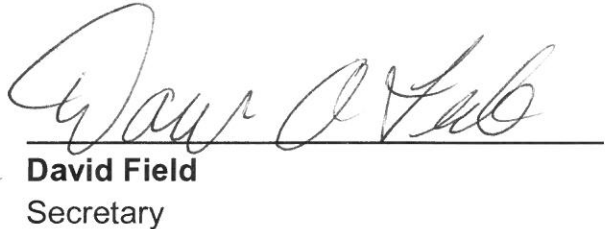
Section 2. The Association Secretary shall post a copy of this resolution and the approved By-Laws on the Association website

ADOPTED at the Association's annual business meeting this 22nd day of May, 2014.

ATTEST: **Washington Airport Management Association**
Chelan, Washington



Kandace Harvey
President



David Field
Secretary