

BY-LAWS
OF THE
NATIONAL ASSOCIATION OF STATE UTILITY CONSUMER ADVOCATES

ARTICLE I

NAME AND LOCATION

- Section 1. The name of this organization shall be the National Association of State Utility Consumer Advocates.
- Section 2. The organization shall be incorporated in the State of Florida.
- Section 3. The offices of the organization shall be located at such place as the membership may from time to time determine.

ARTICLE II

MEMBERSHIP

- Section 1. A state official or agency or other organization may be admitted to membership in this organization in the following manner:
- (a) A state official or agency or other organization shall initially make a written application for membership to the Secretary, furnishing evidence that the applicant's powers and responsibilities satisfy the membership qualifications stated in Article III of the Constitution.
- (b) Within three months of receipt of an application for membership, the Secretary shall:
- (1) certify or refuse to certify the applicant's qualifications for membership; and
 - (2) notify the applicant of this decision; and
 - (3) notify the membership of this action, stating the reasons therefore along with the basis of the applicant's proposed assessment.

(c) Upon certification of an applicant's qualifications for membership, the members shall vote at the next annual meeting, a special meeting called for this purpose or by written ballot distributed in the mail whether or not to admit the applicant.

(d) Upon the refusal of the Secretary to certify the qualifications of the applicant, the Secretary shall, at the written request of the refused applicant, place the subject application directly before the membership at the next annual meeting, at which meeting the membership may find the applicant qualified and vote to admit the applicant.

Section 2.

An official, agency or organization eligible for either Associate or Affiliate Membership in this organization pursuant to Article III, Sections 6 and 7 of the Constitution may seek to be admitted as either an associate member or as an affiliate member. An "associate member" shall have all rights afforded to members, except the right to hold office or to serve on the Executive Committee. Associate members shall have the right to serve on all standing and ad hoc committees of this organization, other than the Executive Committee, and the right to vote. However, voting rights shall be limited to committee decisions and resolutions brought before the general membership. An "affiliate member" shall have only such rights as are designated by the membership of the organization. Such rights shall not include, however, the right to vote on matters brought before the general membership or the right to hold office or to serve on the Executive Committee. Affiliate members also shall not have the right to serve on standing or ad hoc committees of this organization or the right to vote on decisions of those committees.

Section 3.

A state official, agency or organization which is eligible for membership in this organization pursuant to Sections 1, 2, or 3 of Article III of the Constitution shall not be eligible to become an associate or affiliate member of this organization.

Section 4.

An official, agency or organization eligible for Associate or Affiliate Membership in this organization pursuant to Article III, Sections 6 and 7 of the Constitution may be admitted to Associate or Affiliate Membership under the same procedure set forth in Section 1 of this Article for the admission of members.

ARTICLE III

MEETINGS

- Section 1.** The annual meeting of the membership shall be held in the fall of each year, beginning with the year 1980, for the purpose of electing officers and other members of the Executive Committee, and for the transaction of such other business as may come before the meeting.
- Section 2.** A special meeting of the membership called pursuant to Section 2, Article IV, of the Constitution, shall be announced to the membership by written communication mailed no less than ten (10) days in advance, which notice shall state the time, place and purpose of such special meeting.
- Section 3.** The President shall issue notice of an annual or special meeting to the membership and shall submit to the Secretary a copy of said notice together with a certificate that notice was given in conformance to all requirements of the Constitution and By-Laws governing notices for such meetings.

ARTICLE IV

OFFICERS AND COMMITTEES

- Section 1.** The Executive Committee shall regularly meet immediately prior to the convening of each annual meeting at such place the President shall designate, and at such special meetings as may be called by the President from time to time.
- Section 2.** The members of the Executive Committee shall not represent any position on behalf of the organization unless such position has been adopted by resolution of the membership, or has been approved in accordance with the requirements of Article V of the By-Laws.
- Section 3.** Standing committees shall report their activities at the business session of the annual meeting and at such other times as the President may direct.
- Section 4.** Officers and non-officer members of the Executive Committee shall be elected by majority vote of the membership at the annual meeting or a special meeting called for that purpose, giving due regard to the need for regional representation on the Executive Committee.

ARTICLE V

OFFICIAL POSITIONS OF THE ASSOCIATION

- Section 1.** No public position may be taken by NASUCA or by any member in the name of or in behalf of NASUCA unless such position has been specifically approved by the Executive Committee pursuant to a resolution of the membership or, absent such a resolution, unless such position is approved in the manner provided herein.
- Section 2.** In no event shall any action be taken by NASUCA or any one of its members in behalf of NASUCA which is inconsistent with or contrary to a previously approved resolution. The alternative procedure set out herein is intended only to provide for action to be taken if necessary without a special meeting of the full membership. It is not intended to allow for action in derogation of positions of the full membership, previously established by resolution. This in no way restricts the ability of any individual member to take whatever position they deem appropriate in any proceeding in their own name.
- Section 3.**
- (a) The Executive Committee, upon majority vote, is authorized to take positions regarding matters other than litigation, in behalf of the organization, in the event that the position is consistent with an existing resolution.
 - (b) The Executive Committee is authorized to take positions in regulatory or judicial litigation, by majority vote, in behalf of the organization, in the event that authorization for legal action has been specifically provided by resolution adopted in accordance with Section 7, Article VII of the NASUCA Constitution. Any action taken by the Executive Committee under the provisions of this Section shall be noticed to the full membership in accordance with the provisions of Section 3 (c)(5) of this Article.
 - (c) In the event that a public position proposed to be taken by the Executive Committee is not addressed or specifically authorized by an existing NASUCA resolution, the Executive Committee may nonetheless authorize such action in accordance with the following provisions:
 - (1) Any such proposal shall be referred to the President who shall immediately refer the matter to the appropriate standing or special committee or, in the absence thereof, to an ad hoc

committee appointed by the President for the purpose of reviewing the proposal. Notice of the proposal, the referral to the Committee and the person to be considering the proposal shall, at the same time, be given to each NASUCA member in writing or by means of instantaneous communication.

(2) A committee to which such matter has been referred shall meet immediately by any means of instantaneous communication or by writing and shall issue its report to the Executive Committee as soon as possible.

(3) The Executive Committee may take action in behalf of NASUCA pursuant to this Section only after consideration of the designated committee's report and only upon the favorable vote of three-fourths of the total Executive Committee membership.

(4) If such action is approved by the Executive Committee, the Executive Committee shall report its approval to the President with specific direction regarding the position to be taken on the issue or issues in question.

(5) The President shall then direct either the committee to which the matter was originally referred or, at the President's discretion, any other member of NASUCA to prepare such filings, documents or releases as may be required in accordance with the guidelines and directives issued by the Executive Committee. At the same time as this direction is issued by the President, the President shall also provide written notification to all member offices of the action being taken.

(6) The Executive Committee may require that any filing, document or release be re-submitted to the Executive Committee for final approval or, in the alternative, the Executive Committee may provide, as a part of its decision hereunder, that the committee or individual NASUCA office preparing the filing, document or release be authorized to file or issue same directly.

ARTICLE VI

REGIONAL MEETINGS

Section 1. The membership shall approve regional divisions for this organization.

Section 2. The regional divisions shall initially be constituted as follows:

PACIFIC REGION

Alaska
California
Colorado
Guam
Hawaii
Idaho
Montana
Nevada
Oregon
Utah
Washington
Wyoming

GREAT LAKES REGION

Delaware
District of Columbia
Illinois
Indiana
Maryland
Michigan
New Jersey
New York
Ohio
Pennsylvania
Virgin Islands
West Virginia
Wisconsin

SOUTHWESTERN REGION

Arizona
Arkansas
Louisiana
New Mexico
Oklahoma
Texas

NEW ENGLAND REGION

Connecticut
Maine
Massachusetts
New Hampshire
Rhode Island
Vermont

SOUTHEASTERN REGION

Alabama
Florida
Georgia
Kentucky
Mississippi
North Carolina
Puerto Rico
South Carolina
Virginia

MID-AMERICA REGION

Iowa
Kansas
Minnesota
Missouri
Nebraska
North Dakota
South Dakota
Tennessee

Section 3. The regional divisions may meet at least annually at a time and place to be determined by the regional membership.

Section 4. The regional divisions may adopt administrative regulations not inconsistent with the Constitution or By-Laws of this organization.

ARTICLE VII

ASSESSMENTS AND FINANCE

Section 1. Ninety (90) days prior to the annual meeting the Treasurer shall submit to the Executive Committee for review and revision a proposed budget and schedule of assessments for the next fiscal year.

Section 2. Sixty (60) days prior to the annual meeting the Executive Committee shall send to each member a copy of the proposed budget and schedule of assessments for the next fiscal year of the organization.

Section 3. At the annual meeting the membership shall approve a budget and schedule of assessments for the next fiscal year.

Section 4. Assessments shall be based upon the member's documentable annual appropriation or approved operating budget which reflects all direct and indirect utility related regulatory, legislative, administration and educational funding.

Section 5. Waivers to assessments (if any) shall be based upon:

(a) the written request of the member stating the reason(s) therefore and any proposed alternative(s) in lieu thereof, and

(b) the recommendation of the Treasurer to the Executive Committee of its approval.

Section 6. Assessments shall be payable:

(a) annually, at the beginning of each fiscal year, for those members which receive annual appropriations, or

(b) quarterly, at the beginning of each fiscal quarter, for those members whose operations are financed by fees collected in the context of regulatory proceedings.

Section 7. The budget may be supplemented by grants and additional assessments only upon a majority vote of the membership.

- Section 8. Funds unexpended at the end of a fiscal year shall be applied to the budget of the next fiscal year.
- Section 9. The funds of the organization shall be:
- (a) deposited in such bank or trust company or companies as the Treasurer shall designate; and
 - (b) withdrawn in amounts greater than \$100 only with the written approval of the Treasurer.
- Section 10. The fiscal year of the organization shall begin on January 1st of each year.
- Section 11. Assessments for associate members shall be made on the following basis: An Associate Member shall pay a membership fee of not less than an amount to be set out in the Fee Structure and not more than 90% of the full membership fee which its budget would otherwise require pursuant to the currently adopted Fee Structure. An Affiliate Member shall pay a membership fee in an amount to be set out in the Fee Structure. The Fee Structure shall be adopted by a vote of the membership after the Treasurer has submitted a proposal, and as adopted shall govern the calculation of assessments for Full and Associate Members, unless an exception is granted as provided for in these By-Laws. A schedule of the Fee Structure as adopted shall be distributed promptly to the members.
- Section 12. No member whose assessment has not been paid shall be qualified to vote except upon waiver of this requirement by a disinterested majority of the Executive Committee upon good cause shown.

ARTICLE VIII

AMENDMENTS

- Section 1. These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by a majority of the membership present;
- (a) at any annual meeting of the membership; or
 - (b) at any special meeting when the proposal to amend these By-Laws has been stated in the notice of such special meeting.