Volunteer Responsibility and WEF Policy

Responsibility and Authority

WEF volunteers are responsible to be knowledgeable of WEF policy and procedures governing committee activity and operation. Authority of volunteers is limited to specific work activities of the volunteer group or committee. Specific and written authorization of the Board of Trustees is required for:

- Committing WEF to an expenditure of funds.
- Representing WEF or expressing positions or opinions on behalf of WEF.
- Continuation, consolidation, subdivision, or sunset of committees.
- Entering into liaisons with other organizations.
- Representing WEF at public or private hearings.
- Changes to the committee charge.

WEF Volunteer Legal Responsibilities

The Water Environment Federation® (WEF®) accomplishes its goals and objectives through its membership and their volunteer participation. Whenever participating in a committee or other volunteer activity, members are acting as representatives of WEF and have certain legal responsibilities.

Duty to WEF

WEF volunteers must discharge their responsibilities in good faith and in accordance with the best interests of WEF. Specifically, volunteers have three legal duties to WEF: care, loyalty and obedience.

Duty of Care. The legal duty of care means that WEF volunteers must make reasonable decisions considering the circumstances including (i) guarding against loss or injury to WEF, and (ii) a duty to vote and not abstain.

Duty of Loyalty. The legal duty of loyalty means that WEF volunteers owe an undivided allegiance to WEF and must make decisions in the best interests of the organization, never making decisions based on their personal interests or personal gain. Conflicts of interest are inconsistent with this duty and must be disclosed (see Conflicts of Interest and Disclosure Policy).

Duty of Obedience. The legal duty of obedience means that WEF volunteers must make decisions with WEF’s mission in mind and may not act in a way that is inconsistent with the goals of WEF.

Antitrust

WEF intends to comply with all applicable antitrust laws and does not condone conduct that leads to or implies an agreement among its members that would restrain trade and/or otherwise violate antitrust laws. To avoid antitrust problems:

1. Meetings should be held only if there are proper matters to be discussed.
2. For each meeting, an agenda should be developed and provided to each attendee.
3. The agenda should be specific and avoid topics that may cause antitrust problems such as:
   - price and pricing;
   - production levels or schedules;
   - availability of products or services;
   - allocation of markets, territories, customers or clients;
   - encouraging boycotts of products or services;
   - fostering unfair practices involving advertising, merchandising, standardization, certification, or accreditation;
   - encouraging anyone to refrain from competing;
   - illegal brokerage or rebates; or
   - improper reciprocity in dealing.

4. Any volunteer concerned with the legality of a subject should immediately request that the discussion be halted. Members should check with WEF staff and/or legal counsel if there is any doubt about the propriety of a WEF program or subject of discussion.

5. Accurate minutes of all meetings should be kept.

6. Unscheduled, informal, secret or “rump” meetings (meetings where less than a majority of those appointed to serve are present) should be avoided.

7. Members should not be coerced to take part in WEF activities.

8. Legal counsel should attend all WEF meetings where there is potential for discussion of legally sensitive subjects.

9. If any situation arises involving antitrust violations, it is important that it be brought to the attention of the chair of the volunteer group and senior WEF staff.

**Indemnification**

In the event a lawsuit is filed against a WEF volunteer, WEF Constitution & Bylaws, Article 9 provides for indemnification. Note, however, that Intentional acts or acts committed in bad faith are specifically excluded from coverage and that there is a maximum dollar limit on WEF’s obligation to indemnify a WEF volunteer. WEF carries liability insurance for its indemnification obligation.

Questions regarding WEF volunteer legal responsibilities should be directed to the WEF Executive Director.

Approved

WEF Board of Trustees

July 2018