

Missouri Chapter of the American Fisheries Society Bylaws and Rules

Bylaws

ARTICLE I Names and Objectives

1. The name of this entity is the MISSOURI CHAPTER (hereinafter referred to as the Chapter) OF THE AMERICAN FISHERIES SOCIETY hereinafter referred to as the Society). The term "Chapter" refers to the entity as a whole and to its central functions and products; except in the aggregate, it does not refer to the entity's organizational units or to their functions or products.
2. The Chapter's objectives are to:
 - A. promote the conservation, development, and wise use of the fisheries in Missouri;
 - B. promote and evaluate the development and advancement of all branches of fisheries science and practice in Missouri;
 - C. gather and disseminate to Chapter members, and the general public, scientific, technical, and other information about fisheries science and practice through publications, meetings, and other forms of communication;
 - D. encourage the teaching of fisheries science and practices in colleges and universities and the continuing education and development of fisheries professionals in Missouri; and
 - E. encourage the exchange of information among members of the Chapter.
3. The Chapter may undertake any lawful activity to administer its affairs and attain its objectives, alone or in conjunction with others, except for any activity that would cause it to lose its exemption from United States federal taxation as provided by Section 501 C. (3) of the Internal Revenue Code of 1954, in that Section's present or future form.

ARTICLE II Membership

1. Individuals, organizations, or institutions interested in, and supportive of, the Chapter and its objectives may become members in one of the following categories:
 - A. VOTING MEMBERS are those individuals, organizations, subunits of the Chapter, or institutions in one of the following categories. (Only Active

Members of the Society may hold a unit office, chair a unit committee, or vote on unit affairs.):

- i. ACTIVE MEMBERS pay dues annually to both the Society and the Chapter. Their membership extends for only the calendar year in which dues are paid. Members of Student Subunits shall be recognized as Active Members.
- ii. LIFE MEMBERS pay a specified fee and are exempt from further payment of dues to the Chapter.
- iii. HONORARY MEMBERS are persons, organizations, or institutions who, because of their outstanding professional or other attainments, outstanding service to the Chapter or the Society, or official position, have been elected to permanent dues-free membership in the Chapter. Honorary Members must be nominated by at least 10 active members and elected by a 2/3 majority of active members present at an annual or special Chapter meeting. A Life Member elected to Honorary Membership retains the privileges of Life membership.

B. NONVOTING MEMBERS are public or private entities or individuals without voting privileges who wish to support the Chapter and the Society and pay annual dues in one of the following categories.

- i. OFFICIAL MEMBERS are state or federal agencies, other governmental entities, or academic institutions.
- ii. CONTRIBUTING MEMBERS are private individuals, corporations or non-governmental organizations.

C. SILVER and GOLDEN MEMBERS are awards, not a membership category, and do not confer any membership privileges. They are awarded to Chapter members in recognition of 25 and 50 years respectively of continuous Chapter membership. The member is usually recognized with a certificate, plaque or other suitable symbol of achievement.

ARTICLE III Officers and Elections

1. Elected Chapter officers are President, President-Elect, Secretary, and Treasurer.

- A. Only Active Members who are current members of the Society and have attended one of the three immediately preceding annual Chapter meetings may be nominated for these elective offices.
- B. Chapter officers and committee members shall receive no salary or clerical or other expenses unless approved in advance by the EXCOM.
- C. The terms of office for officers, except for the Secretary and Treasurer,

shall be for one year and terminate at the end of the annual Chapter business meeting. The Secretary and Treasurer shall hold office for two years with elections held in alternating years.

D. In the event that an annual meeting is canceled; the officers, committee chairs, and committee members shall continue to serve until the next scheduled meeting.

E. Duties of the elected officers.

i. The President shall be responsible for Chapter business; make appointments authorized by the Constitution; establish and appoint special committees and consultants as required; exercise other responsibilities arising from actions of the Chapter and the EXCOM; chair all Chapter, and EXCOM meetings. The President shall advance to the office of Immediate Past-President at the end of his/her term.

ii. The President-Elect shall be the Chair of the Finance Committee and assume the duties of the President when that officer is temporarily or permanently unable to act. The President-Elect shall advance to the office of President at the end of his/her term.

iii. The Immediate Past-President shall Chair the Nominating Committee and provide a review and update, if necessary, of the Chapter's Bylaws and Procedures.

iv. The Secretary shall keep the official records of the Chapter and perform duties requested by the Executive Director of the Society or officers of the North Central Division of the Society. Specifically, the Secretary shall keep the official records of the Chapter, submit minutes of the annual Chapter business meeting to the Executive Director of the Society and to the secretary-treasurer of the Division within 30 days after the annual Chapter meeting, serve on the Chapter's Executive Committee, and conduct the election.

v. The Treasurer shall be custodian of all monies received or disbursed by the Chapter. Funds disbursed shall be authorized by the Executive Committee or membership. A record of receipts and disbursements shall be submitted to the members at the annual Chapter meeting. The Treasurer shall maintain financial records in standard accounting format for review by Society officers and staff as needed or required. The Treasurer shall serve on the Finance Committee. The Treasurer will arrange for an audit before leaving office.

2. The nomination and election of officers shall be conducted as follows.

A. At least 60 days before an annual Chapter meeting, the Immediate Past-President shall provide all Voting Members a ballot bearing nominations for the coming year. There must be at least two nominees for

President-Elect. Voting members will be allowed at least 30 days from the distribution date to vote.

B. The nominee receiving the largest number of votes for each office is elected. If a tie occurs, the EXCOM makes the selection by a majority vote.

3. The elected officers are installed in office during the annual Chapter meeting immediately following their election, except as indicated below.

A. At the installation, the current President-elect and President automatically become President and Immediate Past-President, respectively. The five officers retain office until the next annual Society meeting.

B. If an election of officers is invalidated for any reason, the current officers will retain their positions and responsibilities until a new election can be held.

C. If a valid election of officers occurs but the annual Chapter meeting is canceled or postponed more than one month, new officers will be installed without formal ceremony at the originally scheduled time of the meeting. Should an annual Chapter meeting be postponed one month or less, the transition of officers will occur at that meeting, as usual.

D. If an election of new officers cannot be completed before that year's annual Chapter meeting, the installation and transition of officers shall occur without formal ceremony as soon after the meeting as election results are validated. Current officers and appointed committee members retain their positions and responsibilities until that time.

E. If an elected officer cannot complete the term of office, the EXCOM may appoint a replacement until an election can be held. A vacated presidency shall be filled by the President-elect, who will continue as President through the normal term. A vacated immediate past-presidency shall not be filled until the next scheduled transition of officers.

ARTICLE IV Executive Committee

1. The Executive Committee (EXCOM) comprises the elected officers of the Chapter and all Chapter standing and ad hoc or special committee chairs, Chapter subunit representatives, and the Newsletter Editor. Those with voting privileges shall be the President, President-Elect, Past President, Secretary and Treasurer.

A. The EXCOM decides Chapter policies, prepares and submits an annual budget to the Chapter membership for approval, and transacts other necessary Chapter business.

B. The EXCOM monitors Chapter activities to ensure that approved policies and plans are implemented appropriately.

C. The EXCOM meets in conjunction with the annual Chapter meeting and approximately midyear between annual meetings. Such meetings are open to all Chapter members.

D. The elected officers of the Chapter are authorized to act for the Chapter between meetings and to perform appropriate duties and functions.

E. A majority of the elected officers constitutes a quorum. Any elected officer may appoint a proxy.

ARTICLE V

Student Subunits of the Chapter

1. Student Subunits of the Chapter may be established at any accredited college or university in Missouri. The Chapter's Procedures Manual outlines the process for establishment and selection of the non-voting member of the EXCOM.

A. A Student Subunit representative will be a non-voting member of the EXCOM. In the event of multiple Student Subunits in Missouri, all of the respective subunits will elect a single representative to serve them collectively on the EXCOM.

B. The Student Subunit representative to the EXCOM shall serve for one year only. The representative must be a member of the Chapter and the Society.

C. The Chapter may recommend that a Student Subunit be dissolved by the Society Governing Board if that subunit fails to comply with, or overtly contravenes, its own bylaws or the Chapter's or Society's Constitution, Rules, and Procedures, or if it otherwise ceases to be an active, effective arm of the Chapter and the Society.

D. The Chapter may recommend that a Student Subunit be dissolved by a 2/3 vote of the Chapter EXCOM.

E. If a Student Subunit is dissolved, its assets and records revert to the Chapter for disposal (except for those that belong to the sponsoring college or university) in the best interests of the Student Subunit's former members or of the Chapter, as decided by the Chapter EXCOM and the Society Governing Board.

ARTICLE VI

Meetings and Voting

1. The Chapter shall meet at least once a year at a time and place designated by the EXCOM. Only the President, with the approval of the EXCOM, may call special meetings.

2. In an emergency, the ECOM may cancel or change the place of an annual Society meeting.

3. Twenty Voting Members constitute a quorum for transaction of Chapter business at annual or special meetings.
4. Decisions and voting at Society meetings shall be as follows.
 - A. Decisions at meetings are by simple majority of Voting Members voting, except 2/3 majorities are required to:
 - i. amend the Bylaws;
 - ii. suspend a Rule; or
 - iii. elect an Honorary Member.
5. Officers will be elected by a simple majority of Voting Members voting either by mail or email ballot.
6. Unless otherwise specified in these Bylaws or the Constitution of the Society, business shall be conducted in accordance to the latest edition of Robert's Rules of Order.

ARTICLE VII Dues, Fees, and Charges

1. The EXCOM may determine, by a 2/3 majority vote, all Chapter dues, fees, and charges, subject to the approval of the members at an annual meeting.
2. All monies due the Chapter shall be remitted to the Treasurer in U.S. currency or the equivalent in the currency of another country.

ARTICLE VIII Standing Committees

1. Standing Committees help the President and the EXCOM conduct the Chapter's affairs. The President shall appoint and charge the chairs of all standing committees within 30 days after the annual Society meeting unless otherwise specified. All committee chairs must be Voting Members, and their terms of duty extend to the end of the next annual meeting if not stipulated otherwise. Standing Committee chairs should report their activities, findings, and recommendations at annual and interim meetings of the EXCOM. The structure and operating procedures of all standing committees shall be described in the Chapter's Procedures.

In addition to standing committees, the President may appoint special committees with specific duties to be executed within a limited timeframe.

2. The Chapter's standing committees and purposes are:
 - A. AWARDS COMMITTEE: Recognize outstanding contributions to the restoration, maintenance, or enhancements of Missouri aquatic resources by nominating candidates for Chapter awards approved by the EXCOM. Current awards and selection procedures are further described in the Procedures Manual.

B. **BYLAWS REVIEW COMMITTEE:** Review and recommend changes, when necessary, to the EXCOM. This committee is chaired by the Immediate Past-President. Bylaws may be amended through the procedures outlined in Article IX.

C. **CONSERVATION FEDERATION of MISSOURI (CFM) LIAISON:** Attend meetings of CFM as appropriate to represent the Chapter and provide information to the Chapter on CFM activities. Review applications, select and recommend a candidate for the Conservation Foundation of Missouri Natural Resources Scholarship for Fisheries each year.

D. **CONTINUING EDUCATION COMMITTEE:** Assess and serve the continuing educational and training needs of the fisheries profession in Missouri. The Committee sets criteria and guidelines to ensure appropriate quality control of all continuing education activities sponsored by the Chapter. Continuing education activities sponsored by the Chapter are approved by the Committee. The Chair also serves on the Finance Committee.

E. **DISABLED ANGLER COMMITTEE:** Promotes fishing opportunities and provides specialized fishing equipment to disabled anglers. The Chair also serves on the Finance Committee.

F. **ENVIRONMENTAL and LEGISLATIVE COMMITTEE:** Tracks proposed state and federal legislation which affects aquatic resources to enable the Chapter to provide input to legislators and appropriate agencies.

G. **FINANCE COMMITTEE:** Raises funds for Chapter operations and activities. The President-Elect is chair. Other members include the chairs of the Continuing Education, Disabled Anglers, Rivers and Streams, and Student Support committees.

H. **HISTORIAN:** Collects, compiles, organizes and maintains Chapter records.

I. **INFORMATION and TECHNOLOGY COMMITTEE:** Oversees the production and maintenance of electronic communication within the Chapter. The Chair serves a 2-year term, with no term limits. The Newsletter Editor is a member of this committee.

J. **MEMBERSHIP COMMITTEE:** Encourages membership and involvement in the Chapter and Society and maintains the membership list. The Chair serves on the Public Relations Committee. The Treasurer is a member of the Membership Committee. The Chair serves a 2-year term, with no term limits.

K. **NEWSLETTER EDITOR:** Provides for publication and distribution of a Chapter Newsletter. The Newsletter Editor serves on the Public Relations Committee and serves a 2-year term, with no term limits.

L. **NOMINATING COMMITTEE:** Develops a slate of candidates to present to the membership for electing Chapter officers. This committee is chaired by the Immediate Past-President who also selects the other committee members.

M. **PUBLIC RELATIONS COMMITTEE:** Promotes the Chapter by scheduling and coordinating the Chapter display at other meetings. This committee is comprised of the President-Elect, Newsletter Editor, and Membership Committee Chair.

N. **RIVERS AND STREAMS COMMITTEE:** Promotes the wise use and management of Missouri's rivers and streams. The Chair is elected by vote of the committee at its summer meeting, subject to approval by the President-Elect, and takes office at the end of the annual Chapter meeting. The Chair also serves on the Finance Committee.

O. **MISSOURI NATURAL RESOURCES CONFERENCE (MNRC) STEERING COMMITTEE MEMBERS:** Organize and host the MNRC on a four year basis. The MNRC is co-sponsored by the Missouri chapters of the American Fisheries Society, the Society of American Foresters, The Wildlife Society, and the Soil and Water Conservation Society. Each society provides a chair for each of nine committees: Steering, Arrangements, Exhibits, Visual Aids, Social, Program, Publicity, Workshops, and a Treasurer. Committee members serve 4-year terms (serving as members for three years and as Chair the fourth year when the Chapter is the host). Thus, committee assignments are made by the incoming Chapter President in the years that the Chapter is the host to serve for the next 4 years.

P. **STUDENT SUPPORT COMMITTEE:** Assist deserving students with financial support to aid in their professional development. The Chair serves on the Finance Committee.

ARTICLE IX

Bylaws, Rules and Procedures

1. The Bylaws are the defining document for the Chapter and take precedence over all other rules and procedures of the Chapter. They cannot be suspended or changed without prior notice to the members.

A. The Bylaws may be amended by a 2/3 majority of the Voting Members who vote on an amendment.

B. Proposed amendments must be circulated to the membership in writing (by mail, email or website) at least 30 days prior to a vote

C. Any amendments shall be reviewed by the Society's Constitutional Consultant for conformity with the Society's Constitution, Rules and Procedures. If approved by the Chapter membership, the Society's Constitutional Consultant presents the amended Bylaws to the Society's Governing Board for final approval.

- D. Amendments take effect when the Chapter receives written notice of their approval by the Society's Governing Board from the Society's Executive Director.
2. Rules are the next highest level of documentation of the Chapter's operations. They are generally established to facilitate the conduct of Chapter business, and to describe duties and responsibilities of officers and staff in that context. They may be suspended or amended as follows, unless otherwise specified in the Bylaws.
- A. Rules may be suspended until the next annual or special Chapter meeting by a 2/3 majority of the EXCOM.
 - B. Rules may be suspended for the duration of a meeting by a 2/3 majority of Voting Members voting at an annual or special Chapter meeting.
 - C. Rules may be amended by a simple majority of Voting Members voting at an annual or special Chapter meeting.
3. Procedures are the lowest level of documentation of Chapter operations. They are generally established to provide continuity in the conduct of Chapter business. Procedures may be suspended or amended by a simple majority vote of the EXCOM.

ARTICLE X

Dissolution of Chapter

Grounds for dissolution of the Chapter may arise if it fails to comply with, or overtly contravenes, its own bylaws or the Society's Constitution, Rules, and Procedures, or if it otherwise ceases to be an active, effective arm of the Society.

- A. The Chapter may be dissolved by a 2/3 vote of the Society's Governing Board.
- B. If the Chapter is dissolved, its assets and records revert to the Society for disposal in the best interests of the unit's former members or of the Society, as decided by the Society's Governing Board.

Revision Date: 05/22/07

AFS Approval Date: 09/01/07