

*Bylaws as approved by the AFS Governing Board, April 16, 2018*

## **BYLAWS OF THE CALIFORNIA-NEVADA CHAPTER OF THE AMERICAN FISHERIES SOCIETY**

### **Article 1. Name and Objectives**

1. The name of this organization shall be the California-Nevada Chapter of the American Fisheries Society, hereinafter referred to as the Chapter. The parent American Fisheries Society is hereinafter referred to as the Society and the Western Division of the American Fisheries Society is hereinafter referred to as the Division.
2. Chapter objectives shall be consistent with those of the Society as set forth in Article I of the Society's Constitution and are as follows:
  - a) To promote the conservation, development, and wise use of the fisheries;
  - b) To promote and evaluate the development and advancement of all branches of fisheries science and practice;
  - c) To gather and disseminate to Society members and the general public scientific, technical, and other information about fisheries science and practice through publications, meetings, and other forms of communication;
  - d) To encourage the teaching of fisheries science and practice in college and universities

### **Article 2. Membership**

1. Chapter membership shall be composed of: 1) Full Members (those Society members whose Society and Chapter dues are paid); and 2) Affiliate Members (those members whose Chapter dues are paid but are not members of the Society). Only Full Members have voting rights and are eligible to hold Chapter Offices, serve on Standing Committees, or chair temporary or ad hoc committees. It is the policy of the Chapter to encourage Affiliate Members to become Full Members. Society membership does not provide automatic Chapter membership.

### **Article 3. Meetings**

1. The Chapter shall hold at least one general membership meeting each year at times and places designated by the Executive Committee.

### **Article 4. Officers**

1. Chapter officers shall consist of a President, President-Elect, Past-President, Secretary, and Treasurer. Election of officers shall be by mail or electronic ballot vote or by a ballot box vote at the annual meeting. Officers shall be elected by a majority of ballots cast. The Executive Committee shall determine balloting procedures. In the case of a vacated position, the Executive Committee shall appoint a Chapter member as replacement by majority vote.

2. All officers must be members in good standing of the Society.
3. The terms of President, President-Elect, and Past-President shall be one year. The terms of Secretary and Treasurer shall be two years and shall be staggered so that only one of these officers is elected each year-
4. The terms of office will coincide with that of the Society. Elected officers will assume their new duties at the time of the Society's scheduled annual business meeting.
5. No elected officer or appointed committee member of the Chapter shall receive any salary or other compensation. Expenses may be defrayed from funds available to the Chapter when authorized by the Executive Committee or when specified by the annual budget.

#### **Article 5. Duties of Officers**

1. The President shall:
  - a) Preside at all meetings.
  - b) Serve as Executive Committee Chair;
  - c) Represent the Chapter to the Division and the Society;
  - d) Appoint all standing and ad hoc committee chairs.
2. The President-Elect shall:
  - a) Serve as Program Committee Chair
  - b) Assume the duties of President in the President's absence or inability to act.
  - c) Advance to the office of President at the end of the term.
3. The Past-President shall:
  - a) Be the immediate outgoing President
  - b) Assume the duties of President in the event of the President's and President-Elect's absence.
4. The Secretary shall:
  - a) Keep the official Chapter records and perform such duties as may be requested by the Executive Secretary of the Society or the Secretary-Treasurer of the Division.
  - b) Submit minutes of the annual Chapter business meeting to the Executive Director and to the Secretary-Treasurer of the Division within 30 days after the annual Chapter meeting.
  - c) Conduct the election.
5. The Treasurer shall:
  - a) Collect and be custodian of funds collected under Article 10 of these Bylaws, and any other funds received by the Chapter.
  - b) Prepare an annual budget and disperse funds as authorized or required
  - c) Submit a record of receipts and disbursements at the general membership meeting
  - d) Maintain financial records in standard accounting format for review by Society officers and staff as needed or required.

#### **Article 6. Executive Committee**

1. The Executive Committee of the Chapter shall consist of the President, President-Elect, Past-President, Secretary, Treasurer, Newsletter Editor, Standing Committee Chairs, and the Presidents of the Student Subunits of the Chapter. It is authorized to act for the Chapter between general

membership meetings, to perform Chapter duties and functions, and to disperse funds for Chapter business.

2. A voting quorum for transaction of official business of the Executive Committee shall be six Executive Committee members, including at least three elected officers (President, President- Elect, Past-President, Secretary, and Treasurer) and three Standing Committee Chairs. In the event that a Standing Committee Chair cannot attend an Executive Committee meeting, the Chair may designate another member of the same committee to attend with full voting rights.
3. Each member of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the President's vote may cast the deciding vote.
4. Executive Committee meetings are called by the President.

#### **Article 7. Chapter Committees**

1. The Chapter President is authorized to create from Full members of the Chapter any temporary or ad hoc committees that are necessary to meet Chapter objectives, consistent with Article 2 of these Bylaws. Standing Committees, as referred to in these Bylaws, are long-term in nature. Their subject matter is of continuing significance for meeting Chapter objectives and sufficiently important to warrant representation on the Executive Committee.
2. Standing Committees shall be created upon the affirmative vote of a majority of the Executive Committee. Standing Committee Chairs shall be appointed by the President. Standing committee members shall be appointed by respective Chairs. The Standing Committees and their function are described in the Chapter's Procedure Manual.

#### **Article 8. Application for Society Membership**

1. Applications for all categories of Society membership received by the Chapter Secretary shall be forwarded to the Executive Director of the Society.

#### **Article 9. Student Subunits**

1. The Chapter can maintain one or more student subunits under its auspices. The student subunits shall abide by a set of bylaws approved by both the Chapter and Society.

#### **Article 10. Voting and Quorum**

1. Decisions at Chapter business meetings shall be by majority vote of Full Members present at any meeting, except that a two-thirds majority vote shall be required for amendment of Chapter Bylaws and suspending a Rule. Other less frequently used voting requirements are described in Robert's Rules of Order.
2. A quorum at any Chapter general membership meeting for the transaction of Chapter business shall be twenty Chapter members. Business and voting may be conducted via mail or electronic media if approved by the Executive Committee.
3. Unless otherwise specified in these Bylaws or the Constitution of the Society, business shall be conducted according to the latest edition of Robert's Rules of Order.

### **Article 11. Fees and Dues**

1. The Executive Committee may assess each general membership meeting or other Chapter activity registrant a fee to cover the cost of the meeting or activity.
2. Annual dues to carry on Chapter activities shall be reviewed by the Executive Committee and any changes approved by majority vote of the general membership.

### **Article 12. Amendments to the 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. The Bylaws cannot be suspended and cannot be changed without prior notice to members.
  - a) Chapter Bylaws may be amended and approved in accordance with Article 10 of these Bylaws, or by mail or electronic ballot.
  - b) The Bylaws may be amended by a 2/3 majority of Active Members choosing to vote, provided that the proposed amendment(s) are circulated in writing to the membership at least 30 days prior to voting.
  - c) In accordance with the Society Constitution, all amendments shall be reviewed by the Society's Constitutional Consultant for conformity with the Constitution, Rules and Procedures of the Society. The Constitutional Consultant presents the adopted amendment to the Society Management Committee for approval.
  - d) Amendments take effect when the Chapter receives written notice of their approval by the Management Committee from the Society Executive Director.
2. Rules are the next highest level of documentation of Chapter operations. They are generally established to facilitate the conduct of Chapter business, and to describe duties and responsibilities of officers and committees. They may be suspended or amended as follows.
  - a) The Rules may be suspended during an Executive Committee meeting until the next annual or special Chapter meeting by a 2/3 majority of the Executive Committee.
  - b) The Rules may be suspended for the duration of a meeting by a 2/3 majority of Active Members voting at an annual or special Chapter meeting.
  - c) The Rules may be amended by a simple majority of Active 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. The Procedures may be suspended or amended by a simple majority vote of the Executive Committee.

### **Article 13. Communications Guidelines**

1. Resolutions - Resolutions are declarations calling attention to a need and requesting Society action.
2. Policy and Position Statements - Policy and position statements are the principal means of expressing professional opinion to the public. Such statements involve matters affecting fisheries resources and should be formulated only after a comprehensive study has been made. Such

statements should contain: (1) the Issue; (2) an Analysis of the problem, together with relevant facts; and (3) the Position taken.

3. Correspondence - The Chapter shall regularly correspond with other individuals or groups to express professional opinions, provide technical advice, and exchange information and ideas.
  - a) Correspondence shall be used when time does not permit the formulation of resolutions or position statements or when resolutions or position statements are unnecessary. Correspondence may be followed up by a resolution or position statement.
  - b) All Chapter correspondence must be signed by the President or the President's designee. If the President refuses to sign or appoint a designee, Article 7(a) (v) of these Bylaws shall apply.

#### **Article 14. Procedure Manual**

1. The Chapter's Procedure Manual details protocols for Chapter operations, including responsibilities of Committees, Committee Chairs, and Chapter officers and use of Chapter funds. The Procedure Manual can be revised as needed by a majority vote for approval of the Executive Committee or a majority vote of approval of the membership.
2. The Immediate Past President is responsible for keeping the Procedure Manual updated with assistance from the Committee Chairs and the Executive Committee.
3. The Procedure Manual is periodically updated to accurately reflect how the Chapter conducts its business and provides information that ensures new Committee Chairs and officers can conduct Chapter business effectively.

#### ***Revisions and Approvals:***

- *Approved AFS Governing Board, 2010-09-11*
- *Approved Cal-Neva Chapter Annual Business Meeting, 2018-03-01*
- *Approved AFS Governing Board, 2018-04-16*