

## Bylaws of the New York Chapter of the American Fisheries Society

*(These by-laws are the result of revisions to the Chapter's 1992 by-laws. They were approved by the Chapter membership at the annual business meeting of February 7, 2009 and subsequently approved without further revision by the Executive Committee of the American Fisheries Society at their March 2009 mid-year meeting.)*

### ARTICLE 1. Name and Objectives

1. The name of this organization shall be the New York Chapter of the American Fisheries Society, hereinafter referred to as the Chapter.
2. The objectives of the Chapter shall be those of the American Fisheries Society as set forth in Article 1 of its Constitution, and to encourage the exchange of information by members of the Society.

### ARTICLE 2. Membership

The membership of the Chapter shall be of the following classes:

- A. Member: Active members of the American Fisheries Society in good standing, upon enrollment in the Chapter, shall be eligible to vote.
- B. Associate Member: Active members of the New York Chapter of the American Fisheries Society in good standing are not eligible to vote, hold office, or chair a committee.
- C. Honorary Member: Persons who, by reason of outstanding service to the Chapter or official position, shall be eligible for election as an honorary member upon nomination by two or more Chapter members in good standing, and a 2/3 vote of the members present at an annual meeting. There shall be two classes of honorary membership:
  - (1) Distinguished service, and
  - (2) Exofficio.

Honorary members shall be entitled to all rights and privileges of Associate Members.

- D. Student Member: Students currently enrolled full-time in an undergraduate or graduate degree program upon enrollment in the Chapter shall be eligible to become members of a recognized Student Subunit. A student need not be a member of a Student Subunit to be eligible for student awards.

### ARTICLE 3. Student Subunits

1. The Chapter can maintain one or more student subunits under its auspices. Student Subunits can be established at any accredited college or university in the state of New York provided the subunit is supervised by an advisor from the academic institution where the subunit is located and brings demonstrable long-term benefit to the Chapter and no demonstrable harm to the Society as a whole. Adopted student subunits shall abide by a set of bylaws as approved by both the Chapter Executive Committee and Society. The subunit's charter will become retained as part of the Chapter History documents.

2. The student subunits(s) shall be represented by the Chair of the Student Subunit Committee who shall;
  - A. Represent the interest of the Subunit(s) to the Chapter Executive Committee and act as liaison between the Executive Committee and the Subunit (s);
  - B. Work cooperatively with the Chapter's Executive Committee to assist in Chapter function and Subunit(s) participation.
3. The Student Subunit(s) of the Chapter may apply for an annual award from the Chapter for student activities and travel to Chapter meetings. This amount shall be determined by the Executive Committee.

#### ARTICLE 4. Meetings

The Chapter shall hold at least one meeting annually at the time and place designated by the Executive Committee. Notice of the annual meeting of the chapter shall be distributed to each member at least one month before the date of such meeting. Business shall be conducted in accordance with provisions of these bylaws, and/or Robert's Rules of Order in the absence of specific guidelines. The program shall be the responsibility of the Program Committee.

#### ARTICLE 5. Officers

The officers of the Chapter shall consist of a President, President-Elect, Secretary-Treasurer, Secretary-Treasurer-Elect, and Past-President.

The President-Elect and the Secretary-Treasurer-Elect shall be elected at the annual meeting. The Secretary-Treasurer shall hold office for two years, but the term of the other officers shall be one year. The Secretary-Treasurer-Elect shall be elected in alternate years. In case of a vacated position, the Executive Committee shall appoint a qualified replacement to fill an unexpired term. Terms of newly elected officers shall begin at the Chapter annual meeting. The incumbent (not newly elected) President-Elect and Secretary-Treasurer-Elect shall succeed to the office of President and Secretary-Treasurer, respectively, at the expiration of the terms of those officers. The Secretary-Treasurer may run unopposed.

In the event of a cancellation of an annual meeting at which election of officers was scheduled, the officers and the members of any committee shall continue to serve until the next scheduled meeting.

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.

#### ARTICLE 6. Duties of Officers

The President of the Chapter shall preside at all meetings, serve as Chairperson at the Executive Committee, represent the Chapter on the Northeast Division Executive Committee and in the American Fisheries Society, make appointments and perform other duties and functions as are authorized and necessary. The Chapter shall reimburse the President of the Chapter, or an alternate designated by the President, for budgeted expenses associated with attendance at the business meetings held during the annual American Fisheries Society meeting, and the Executive Committee meetings of the Northeast Division. A budget for these expenses shall be proposed by

the Chapter President and approved by the Chapter Executive Committee. The President shall proceed to the office of Past-President at the end of the term.

The President-Elect shall be chairperson of the membership committee and member of the Program Committee, and shall assume the duties of the President if the latter is unable to act. The President-Elect shall proceed to the office of President at the end of the term.

The Secretary-Treasurer shall keep the official records of the Chapter, submit a copy of the minutes of the annual business meeting to the Executive Director of the Society and the Secretary-Treasurer of the Northeastern Division within 30 days after said meeting; and collect and be custodian of Chapter funds, disburse funds as authorized by the Executive Committee or membership, submit a record of receipts and disbursements at the annual meeting, establish banking arrangements and prepare and file necessary tax returns and other official documents necessary to keep the Chapter in good legal and financial standing, and maintain financial records for review by Society officers and staff as needed or required, and perform such duties as may be requested by the Executive Director of the American Fisheries Society and officers of the Northeastern Division.

The Secretary-Treasurer-Elect shall aid the Secretary-Treasurer in his/her duties and act at the direction of the Secretary-Treasurer and President.

The immediate Past-President shall serve on the Executive Committee; serve as the chair of the Nominating Committee; and assist the other officers as needed.

#### ARTICLE 7. Executive Committee

The Executive Committee shall consist of the Chapter officers (President, President-Elect, Secretary-Treasurer, Secretary-Treasurer-Elect and the immediate Past-President). The chairpersons of standing committees and ad hoc committees shall be non-voting members of the Executive Committee. The Executive Committee is authorized to act for the Chapter between meetings and to perform appropriate duties and functions.

A quorum is required for transaction of official business at an Executive Committee meeting. A quorum for an Executive Committee meeting shall consist of three voting members. Executive Committee members can appoint a proxy.

Each member of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the President's vote shall be the deciding vote.

Executive Committee meetings are called by the President.

#### ARTICLE 8. Chapter Committees

Chairpersons of committees, except as listed in Article 6 and 7, shall be appointed by the President. Committee members shall be chosen by the respective committee chairpersons. Standing committees shall include: Auditing, Environmental Concerns, Membership, Nominating, Program, and Resolutions. The Nominating Committee will be chaired by the immediate Past-President and the selection of nominees for office by the Nominating Committee will be done in consultation with, and subject to, the approval of the Executive Committee.

The committees shall be composed of the chairperson and any other members in good standing selected by the chairperson. The committees shall aid the President in the operation of Chapter business and activities. The President shall direct them in their duties. They may also be directed by vote of the membership at an annual meeting.

The term of office for members of the Chapter committees shall end upon the discharge of the duties for which they were appointed, or at the next annual meeting of the Chapter, whichever comes first.

#### ARTICLE 9. Voting and Quorum

Decisions at meetings of the Chapter shall be by a majority of those voting, except that amendments to the bylaws require a 2/3 majority, and excepted further, the election of honorary members and recipients of the Professional Achievement award require at 2/3 majority vote. Any member in good standing who cannot attend a meeting may request the Executive Committee in writing to register a vote on a previously published question and such a vote shall be counted with the votes of the members present. Such votes shall not be used to determine a quorum. Proxy votes must be received by the Secretary-Treasurer at least two days before the annual meeting at which the vote is taken.

Business and voting may be conducted via mail or electronic media if approved by the Executive Committee.

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.

A quorum for the transaction of official business shall be 20 of the Chapter's voting members.

#### ARTICLE 10. Registration and Dues

The Executive Committee may assess each registrant attending meetings of the Chapter a registration fee necessary to cover the costs of the meeting and Chapter activities. Collections shall be made by the Secretary-Treasurer or a representative appointed by that officer.

Annual dues for members may be changed upon nomination and a 2/3 vote of the members at the annual meeting. Honorary members will not be required to pay dues. Dues of new members shall be payable when application for membership is accepted. Memberships not paid on or before July 1 shall be considered lapsed and those persons shall not receive publications of the Chapter and shall forfeit all rights and privileges of membership as long as dues are unpaid.

#### ARTICLE 11. Awards

A committee appointed by the Executive Committee shall nominate as appropriate, award candidates believed to be deserving of recognition by the Chapter. Nominations will be submitted to the Executive Committee for review and final selection.

Professional Achievement Award:

Awarded to a candidate whose distinguished professional accomplishments are deserving of recognition by his/her peers. This award shall be distinguished from the Honorary Membership award in that it will be presented to active professionals for achievements judged as outstanding

by fellow fisheries professionals, rather than for outstanding service to the Chapter or official position.

Conservation Awards:

Individual: Will be presented to an individual(s) (member or non-member) whose devotion to the protection or enhancement of New York's aquatic resources is unequalled. Award recipient(s) must have invested personal resources (time, effort, and monies) above and beyond their normal work responsibilities.

Organization: Awarded to an organization (for profit, not-for-profit, non-governmental, or governmental) that displays leadership in the community (local, regional or state) to advance the cause for protection or enhancement of New York's aquatic resources.

ARTICLE 12. Amendments of the Bylaws

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. 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.

B. 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 Governing Board for approval.

C. Amendments take effect when the Chapter receives written notice of their approval by the Governing Board from the 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.

(Revisions of the New York Chapter Bylaws received Executive Committee, American Fisheries Society, approval in September, 1991, and approval by the Chapter membership at the annual business meeting of January 31, 1992.

Further revisions were approved by the Chapter membership at the annual business meeting of February 7, 2009 and submitted to the Executive Committee of the American Fisheries Society, for approval at their March 2009 mid-year meeting.)