

# American Fisheries Society Southern Division

## BYLAWS Of the Tidewater Chapter

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### **SECTION 1 – Name and Objectives**

- A. The name of this organization shall be the Tidewater Chapter of the American Fisheries Society, hereinafter referred to as the Chapter and Society respectively.
- B. The objectives of the Chapter shall be those set forth in the Constitution of the Society, and shall encourage the exchange of information by those residing, working in, or having a professional interest in the estuarine and coastal fisheries of the Commonwealth of Virginia and the states of Maryland and North Carolina.

### **SECTION 2 – Membership**

- A. The membership of the Chapter shall be made up of Society members in good standing who have an interest in the estuarine and coastal fisheries of the area consisting of but not limited to the Commonwealth of Virginia and the states of Maryland and North Carolina. Only Society members may vote, hold office, or chair a committee.
- B. The Chapter recognizes the formation of Student Subunits at colleges and universities within the Tidewater Chapter membership area, described above, as provided for in the Society's Constitution. Members of approved Student Subunits shall be recognized as Chapter members.

### **SECTION 3 – Meetings**

- A. The Chapter shall hold at least one meeting annually at a time and place designated by the Executive Committee.
- B. The program and presentation of papers shall be arranged by the Program Committee, chaired by the Chapter's President-Elect.

### **SECTION 4 – Officers**

- A. The officers of the Chapter shall consist of a President, President-Elect, Secretary/Treasurer, and immediate Past-President.
- B. Officers shall be elected annually by mail or email ballot prior to the Chapter's Annual Meeting and shall be installed at the conclusion of that meeting. Officers will be elected after a 30 day nomination period open from November 1 through November 30. Votes for officer candidates can be cast by active members from December 1 through January 15.
- C. In the event of a cancellation of an annual meeting, the officers and the members of any committee shall continue to serve until the next scheduled meeting.
- D. The Secretary/Treasurer may hold office for a period longer than 1 year, but the term of the other officers shall be 1 year. The officers will be ineligible for re-election to the same office within 1 year following the expiration of their terms.
- E. In the case of a vacated position, the Executive Committee shall appoint a qualified replacement to fill an unexpired term, except the position of President which would be assumed by the President-Elect.
- F. No elected officer or appointed committee member of the Chapter shall receive any salary or other compensation from the Society, Division, or Chapter for services rendered. Clerical and other necessary expenses may be defrayed from funds available to the Chapter when such disbursements have been authorized at an annual meeting or by the Executive Committee in the interim between meetings.

## **SECTION 5 – Duties of Officers**

- A. The President of the Chapter shall:
  - 1. Preside at all meetings.
  - 2. Serve as the Chairperson of the Executive Committee.
  - 3. Represent the Chapter on the Executive Committee of the Southern Division and at the annual AFS meetings.
  - 4. Make appointments and perform other duties and functions as are authorized.
- B. The President-Elect shall:
  - 1. Be the Chairperson of the Program Committee.
  - 2. Assume the duties of the President if the latter is unable to act.
  - 3. Assume the presidency upon the expiration of the current President's term.
- C. The Secretary/Treasurer shall:
  - 1. Keep the official records and archives of the Chapter.

2. Submit a copy of the minutes of the annual business meeting to the Executive Director of the Society and the Secretary/Treasurer of the Southern Division within 30 days after said meeting.
  3. Collect and be custodian of Chapter funds.
  4. Disburse funds as authorized by the Executive Committee or the membership.
  5. Submit a record of receipts and disbursements at the annual Chapter meeting.
  6. Discharge other duties that may be requested by the Executive Director of Society and officers of the Southern Division.
- D. The immediate Past-President shall chair the Nominating and Membership Committees.

### **SECTION 6 – Executive Committee**

- A. The Executive Committee of the Chapter shall consist of the elected officers, the at-large members from each state, the president of each Student Subunit within the Chapter, and the chairpersons of each standing committee. Voting members are the elected officers, the immediate Past-President, the at-large members from each state, and the President of each Student Subunit. Subunits with co-presidents get a single vote. Subunit presidents may send a proxy to serve on the Executive Committee, if necessary. Committee chairs are non-voting members of the Executive Committee.
- B. A quorum is required for transaction of official business at an Executive Committee meeting. A quorum for an Executive Meeting is defined as the majority of voting members.
- C. At-large members are nominated by Chapter members, elected by mail or email ballot prior to the annual meeting, and installed at the conclusion of that meeting. At-large members may serve more than 1 year. If only one candidate is nominated for an at-large member position, the Executive Committee reserves the right to circumvent a ballot election and may accept or refuse the nomination at a scheduled Executive Committee meeting.
- D. The Executive Committee is authorized to act for the Chapter between meetings and to perform appropriate duties and functions.

### **SECTION 7 – Chapter Committees**

- A. Committees and the Chairperson of the Committee, except as described in sections 5 and 6 of these bylaws, shall be appointed by the President. These committees include:

1. Nominating Committee, who shall recommend a slate of candidates for specific offices of the Chapter;
  2. Membership Committee to be comprised of one member from each state, who shall undertake to maintain current membership and recruit new members. The Chairman will also serve on the Membership Committee of the Division; and
  3. Auditing Committee, who shall audit the accounts of the Secretary/Treasurer and report to the Chapter at the Annual Meeting.
- B. The terms of office for the members of 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.

### **SECTION 8 – Voting and Quorum**

- A. Decisions at meetings of the Chapter shall be in accordance with the Society's Constitution. The latest edition of Robert's Rules of Order shall govern in all applicable cases not covered by these bylaws.
- B. Business and voting may be conducted via mail or electronic media if approved by the Executive Committee.
- C. A quorum at the annual meeting of the membership for the transaction of official business of the Chapter shall be twenty five (25) members in good standing.
- D. Decisions at meetings are by simple majority of Active Members voting, except 2/3 majorities are required in special cases such as amending the Bylaws and suspending a Rule. Other less frequently used voting requirements are described in Robert's Rules of Order.

### **SECTION 9 – Registration and Dues**

- A. The Executive Committee may assess each registrant attending an annual meeting of the Chapter a registration fee necessary to cover the cost of the meeting and Chapter activities.
- B. The Executive Committee shall have the power to establish annual dues.

### **SECTION 10 – Amendment of the Bylaws**

- A. 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.
- B. In accordance with the Society Constitution, a proposed amendment shall be reviewed by the Society's Constitutional Consultant for conformity with the Constitution, Rules and Procedures of the Society.

- C. 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.
- D. The Constitutional Consultant presents the adopted amendment to the Society Governing Board for approval.
- E. Amendments take effect when the Chapter receives written notice of their approval by the Governing Board from the Executive Director.

Approved: 30 Oct 1985

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First revision – March 1986	Fifth revision – Feb 1993
Second revision – Nov 1987	Sixth revision – Feb 1996
Third revision – Jan 1989	Seventh revision – Feb 2007
Fourth revision – Feb 1992	Eighth revision – January 2015