

American Fisheries Society
May Management Committee Meeting
Friday, May 19, 2017

Participants

MC Members: Joe Margraf, Ron Essig, Steve McMullin, Jesse Trushenski, Ken Kurzawski, Julie Claussen, Carl Kittel, Cleve Steward, Craig Bonds, Mark Pyron, Justin Davis, John Boreman (Constitutional Consultant, non-voting) and Doug Austen (Executive Director non-voting).

AFS Staff: Dan Cassidy and Drue Winters

Guests: Melissa Wuellner, NCD President

Minutes of the Meeting

1. **Quorum confirmed** (by Boreman) and meeting called to order by McMullin at 1:05 p.m. ET
2. **Review of Agenda** – no additions
3. **Approval of minutes** from April 21, 2017 – approved by unanimous consent
4. **Constitutional Consultants report** (Boreman)

- a. Motion: Approve the proposed amendments to the bylaws of the North Central Division.

Background: The proposed amendments (Attachment 1) were reviewed and approved by the AFS Constitutional Consultant as being consistent with the AFS Constitution and Rules prior to vote by division membership. The membership overwhelmingly approved the amendments (88% in favor, 1.5% opposed). In addition to improving overall clarity and intent of the bylaws, significant amendments include adding a Canadian territory, clarifying the roles of the division's executive committee and governing board, providing more details in the duties of elected officers, and eliminating standing committees that are no longer functional.

Moved by Boreman; 2nd by Claussen. Passed by unanimous consent. (Note that minor corrections provided by Kurzawski will be incorporated.)

- b. Motion: Approve the establishment of a new student subunit at Tarleton State University.

Background: The proposed bylaws for the new student subunit (Attachment 2) were reviewed and approved by the Constitutional Consultant as being compliant with the AFS Constitution and Rules. Furthermore, AFS HQ (Jasmine) cleared the petition and proposed slate of officers.

Moved by Boreman; 2nd by Bonds. Passed by unanimous consent.

- c. Motion: Approve the proposed amendments to the bylaws of the Virginia Chapter.

Background: The Virginia Chapter is proposing to change the terms of office for Secretary and Treasurer from two years to three years (Attachment 3). Other, minor proposed changes are those suggested by the Constitutional Consultant to bring the bylaws in line with the newly acquired responsibilities of the Management Committee, and to give the President the option of not choosing to vote in case the Executive Committee vote is a tie. The proposed amendments were recently approved by Chapter membership.

Moved by Boreman; 2nd by Trushenski. Passed by unanimous consent.

5. Presidents report

- a. Western Division meeting – Margraf reported on his attendance at the Western Division meeting in Missoula, MT.
- b. Report on Publications retreat – Margraf reported on the success and basic output of the Reno publications retreat. A full report will be provided to AFS leadership from facilitator Ben West.

6. Executive Directors report

- a. Staffing update – Austen noted that Drue Winters has started as AFS Policy co-Director working directly with Tom Bigford. Also, Lauren Maza will start on June 19 as the Director of Student and Professional Development where she will also manage Jasmine Sewell and Mohammed Hossain.
- b. Long range planning discussion and Sesquicentennial concept development – This topic will be discussed in detail in a later Management Committee call due to Scott Bonar being unable to participate in the May call.
- c. Financial briefing – deferred to next month due to delays in developing the monthly report. The June Management Committee call will include the full quarterly financial briefing.

7. Additional Topics

- a. Developing an AFS Sponsored Membership program. International Fisheries Section President Claussen provided a set of recommendations (Attachment 4) for consideration that will provide for easier membership by fisheries

professionals in countries where typical financial transactions complicate the process. Examples include countries where credit card use access to U.S. currency is severely limited. After discussion among the Management Committee a set of steps were identified to ensure that these recommendations are evaluated and, where appropriate, implemented to the greatest degree possible.

- i. Fully review credit card automatic payment options and report to Management Committee the results and recommendations.
 - ii. Determine if iMIS can handle adding a sponsored member to the membership billing of an existing member and it is included in the annual membership renewal until requested to be removed by either party.
 - iii. Evaluate the ability to directly invoice Sections and Chapters for sponsoring members.
 - iv. Gift membership form needs to be automatic rather than a fillable PDF.
 - v. These issues will be reviewed at the July Management Committee call.
- b. Governing Board Reporting Tool – Trushenski reported that the web-based reporting tool moving forward in development and should be ready for use in submitting reports for the Tampa meeting. A conference call and GoToMeeting of the Governing Board will be established in late June to provide a training opportunity for use of the tool

8. Adjourn at 2:10 p.m.

Attachment 1

BYLAWS OF THE NORTH CENTRAL DIVISION, AMERICAN FISHERIES SOCIETY (REVISED 2/26/17)

Article I. Name and Objectives

1. The name of this organization shall be the North Central Division of the American Fisheries Society, hereinafter referred to as the Division and Society, respectively.
2. The objectives of the Division shall be those of the Society as set forth in the Article I of the Constitution. Additional objectives include:
 - a Provide a forum for the exchange of technical and policy information common to and of interest to the Division membership.
 - b Promote awareness among Division members, public officials, and the general public of the nature and extent of fishery matters of concern to the Division membership.
 - c Facilitate the timely exchange of information among Division units, Student Subunits, and members of the Division.
 - d Provide a vehicle for the active participation of individual members in Society business and professional activities.
3. All activities of this Division shall conform to the Society's Constitution, Rules, and Procedures.

Article II. Membership

1. The membership of the Division shall comprise those Society members in good standing residing in the following states, territories, and provinces: Alberta, Illinois, Indiana, Iowa, Kansas, Manitoba, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Northwest Territories, Nunavut, Ohio, Ontario, Saskatchewan, South Dakota, and Wisconsin.
2. Members of another Division may elect to transfer to the North Central Division, according to the Society Bylaws, by notifying the Executive Director in writing.
3. Only Active Members of the Society may vote, hold office, or chair a committee in the Division.

Article III. Officers

1. The officers of the Division shall be the President, immediate Past-President, President-Elect, Vice President, and Secretary-Treasurer.
2. Nominees for officers shall be members of the Society in good standing and shall have attended an annual meeting of the Division in one of three years preceding their nomination or shall have served on the Governing Board of the Division, as a technical committee Chair, or as member of a standing NCD committee during one of three years preceding their nomination.
3. The officers shall be elected by mail ballot or electronic ballot prior to the Division annual meeting. Officers shall be elected by a majority of ballots cast and election methods shall be determined by the Executive Committee.
4. Terms of the President, President-Elect, and the Secretary-Treasurer shall begin immediately after the conclusion of the next Society annual business meeting.
5. The President and President-Elect shall serve for one year in each office. The Secretary-Treasurer shall serve for two years.
6. The Vice President shall take office at the Division annual meeting following the election and shall serve until the conclusion of the next Society annual business meeting, at which time that office shall convert to the office of President-Elect.
7. The officers will be ineligible, with the exception of the Secretary-Treasurer, for re-election to the same office within one year following the expiration of their terms. The Secretary-Treasurer may serve a maximum of three consecutive terms.
8. In case of a vacated presidency, the President-Elect immediately assumes the presidency, serving the balance of the current term and the subsequent term as well. If the office of President-Elect is vacated, and if a Vice President has been elected, the Vice President immediately assumes the office of President-Elect, serving the balance of the current term and the subsequent term as well. If a Vice President has not yet been elected, the Governing Board of the Division shall appoint a qualified replacement to fill the office of President-Elect for the balance of the term. If the office of Secretary-Treasurer is vacated, the Governing Board of the Division shall appoint a qualified replacement to fill the office for the balance of the term.
9. If the Division fails to hold a valid election, officers shall serve until a successor is duly selected in accordance with these Bylaws.

10. No officer or appointed committee member of the Division shall receive a salary or other compensation from the Society for services rendered. Clerical and other necessary expenses may be defrayed from funds available to the Division when such disbursements have been authorized at an annual meeting or by the Executive Committee in the interim between meetings.

Article IV. Duties of Officers

1. President shall:
 - a) Preside at all business meetings;
 - b) Serve as Chair of the Executive Committee and Governing Board of the Division;
 - c) Represent the Division on the Governing Board of the Society, submitting a report of Division activities at the Society Governing Board meetings, or designating the immediate Past-President, President-Elect, Vice President, or the Secretary-Treasurer as an alternate by giving written notice to the Executive Director prior to the meeting;
 - d) Serve on the Board of Appeals for the Society Board of Appeals for professional certification if certified by the Society or find a proxy to serve if not;
 - e) Make appointments and perform other functions as authorized; and
 - f) Advance to the office of Immediate Past-President at the end of the term.
2. President-Elect shall:
 - a) Assume the duties of the President if the latter is absent or unable to act;
 - b) Serve as Chair of the Awards Committee;
 - c) Represent the Division on the Governing Board of the Society or designate the immediate Past-President, Vice President or the Secretary-Treasurer as an alternate by giving written notice to the Executive Director prior to the meeting;
 - d) Represent the Division as a voting member of the Management Committee of the Society and remain on the committee through their presidential year (when President-Elect is elected into office on even years); and
 - e) Advance to the office of President at the end of the term.
3. Vice President shall:
 - a) Assume the duties of the President-Elect if the latter is absent or unable to act;
 - b) Serve as an *ex-officio* member of the Division Membership Committee; and
 - c) Advance to the office of President-Elect at the end of the term.
4. Secretary-Treasurer shall:
 - a) Keep the official records of the Division;
 - b) Conduct its correspondence;
 - c) Conduct elections;

- d) Collect and be custodian of any fees or assessments collected under authority of these Bylaws or through the actions of any Division subunit, plus any funds allotted to the Division by the Society;
 - e) Disburse funds authorized by the Division membership or the Executive Committee;
 - f) Submit a financial report at the annual Division meeting, establish banking arrangements and prepare and file necessary tax returns and other official documents necessary to keep the Division in good legal and financial standing, and maintain financial records for review by Society officers and staff as needed or required; and
 - g) Submit the minutes of the annual business meeting to the Executive Director within 30 days following the meeting.
5. The Immediate Past-President shall:
- a) Serve on the Executive Committee and Governing Board of the Division;
 - b) Serve as Chair of the nominating committee of the Division; and
 - c) Assist the other officers, as needed.

Article V. Governing Board and Executive Committee

1. The Governing Board of the Division shall consist of the officers and the President of each Chapter within the Division, all of which shall have voting privileges. The Chairs of all standing, technical, special committees, and the President of each student subunit are *ex officio* non-voting members of the Governing Board.
- a) The Governing Board is authorized to act on matters affecting Division policy, strategic planning, bylaws, and rules on behalf of the Division between meetings and perform other appropriate functions as outlined in the Division's Rules and Procedures.
 - b) If unable to attend a meeting of the Governing Board, a Chapter President may select an alternate from the Chapter officers to represent the Chapter with full voting privileges. Notification of this substitution must be given, in writing, to the Division Secretary-Treasurer before the Governing Board meeting convenes.
 - c) A quorum is required for transaction of official business at a Governing Board meeting. A quorum for a Governing Board meeting shall consist of a simple majority of the number of voting members on the board.
 - d) Each voting member of the Governing Board shall have one vote on Governing Board decisions. In the event of a tie, the President may cast the deciding vote.

2. The Division Executive Committee shall consist of the five officers (President, President-Elect, Vice President, Immediate Past President, and Secretary-Treasurer).

a) The Executive Committee is authorized to act on matters related to Division operation, finances, communication, and procedures on behalf of the Division between meetings and perform other appropriate functions as outlined in the Division's Rules and Procedures.

b) A quorum is required for transaction of official business at an Executive Board meeting. A quorum for an Executive Committee meeting shall consist of a simple majority of the number of voting members on the committee.

c) Each member of the Executive Committee shall have one vote on Executive Committee decisions. The President may vote only in the event of a tie.

Article VI. Meetings and Voting

1. The annual business meeting of the North Central Division shall be held in conjunction with the annual Midwest Fish and Wildlife Conference. If other meeting arrangements become imperative, the Governing Board shall designate the time and place. Special meetings may be called by the President with the advice and consent of the Governing Board of the Division.
2. A quorum at the annual meeting of the Division for the transactions of official business shall be at least 20 members in good standing with the Division.
3. Business and voting may be conducted via mail or electronic media if approved by the Executive Committee.
4. 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.
5. Decisions at meetings are by simple majority, except as listed for Bylaws or as described in the parliamentary authority.

Article VII. Division Committees

1. The President shall appoint members of the Division in good standing with the Division to standing, technical, and special committees as may be necessary to conduct the business of the Division, except as listed in Articles III and V of these Bylaws.

2. Division committees shall not establish their own financial accounts but instead use the Division bank account system under management of the Secretary-Treasurer; however, if desired by the committee membership, the funds involved could be assigned to a subaccount dedicated for sole use by that committee unless a Division financial emergency is declared by majority vote of the Division Governing Board. Under such a Division financial emergency, the Division reserves the right to spend those committee funds to help solve the emergency financial problems at hand.
3. Standing Committees provide the Division with a constant framework of active committees for carrying out its mission.
 - a) Chairs should report their committees' activities, findings, and recommendations at the Division annual meeting and interim meetings of the Governing Board.
 - b) The term of office for members of the standing committees shall extend from their appointment to the end of the following annual meeting, unless otherwise specified.
 - c) The Division has established the following Standing Committees:
 - i) Archives Committee shall be responsible for placing the important historical hard or electronic copies of documents of the Division into permanent storage. The Chair(s) shall be the Division Archivist(s).
 - ii) Audit Committee, consisting of at least one to three members, shall audit the accounts of the Secretary-Treasurer and report to the Division at the annual meeting.
 - iii) Awards Committee, consisting of at least four members plus the President-Elect serving as Chair, shall solicit nominations for Divisional awards and present recommendations to the Executive Committee of the Division.
 - iv) Communications Committee, consisting of at least two members, shall provide development, content management and maintenance services of the NCD website and other electronic communication vehicles.
 - v) Continuing Education Committee, consisting of at least four members, shall be responsible for the promotion and coordination of workshops and other educational projects of the Division. The Chair also will serve on the Continuing Education Committee of the Society.
 - vi) Membership Committee, consisting of a Chair, one member from each Chapter in the Division, and the Student Affairs Committee chair as voting members plus the Vice President as an *ex officio* member, shall undertake to maintain current

membership and recruit new members. The Chair will serve on the Membership Committee of the Society.

- vii) Newsletter Committee, chaired by the Newsletter Editor, shall prepare and distribute the Division newsletter twice per year.
 - viii) Nominating Committee, chaired by the immediate Past-President and consisting of at least the current Division President and one appointee, shall recommend a slate of candidates for the offices of the Division and assist in conducting the Division's elections. The current Division President will appoint the Division Representative to the Society Nominating Committee.
 - ix) Resolutions Committee shall draft and recommend to the Division such resolutions considered prudent or necessary in the furtherance of the purposes of the Division. The Chair also will serve on the Resolutions Committee of the Society. The retiring Chair shall be responsible for ensuring appropriate and prompt distribution of all resolutions adopted during his/her term.
 - x) Student Affairs Committee shall help the Division in recruiting and maintaining student members and shall assist in implementing other student-related activities within the Division. The Chair will be a student in good standing at a college or university within the geographic boundaries of the Division. The Chair will serve on the Division Membership Committee.
4. Technical Committees promote resource conservation and enhancement within the Division, serve as the focal point for the collection and dissemination of information concerning important resource issues, and are organized to deal with topical areas addressing issues relating to taxonomic, habitat, or technical orientation.
- a) New technical committees are proposed by the President as special committees and given a "proposed" status until sufficient activity has warranted full establishment and a change in the bylaws. An existing technical committee that has been inactive for a period of more than five years is eligible for deactivation through a change in the Bylaws. Inactive technical committees with a non-zero balance in the Division financial accounts will surrender the balance to the Division.
 - b) Each technical committee shall have a Chair and a Chair-Elect (that ascends to the Chair) and one official representative from each Chapter, following recommendations from the committee membership. The rest of the membership of Division technical committees is open to any member of the Division and may include persons from outside the Division as associate members, all of whom are not officially appointed and may serve as long as each individual desires.

- c) The Division has established the following technical committees.
 - i) Centrarchid Technical Committee encourages and coordinates research leading to the development of functional management strategies toward the wise use of Centrarchid stocks, to advance the knowledge of Centrarchid ecology, to improve culture techniques, and to provide a forum in which pertinent data and technologies can be exchanged within the scientific community and among user groups.
 - ii) Esocid Technical Committee encourages and coordinates research leading to the development of functional management strategies toward the wise use of Esocid stocks, to advance the knowledge of Esocid ecology, to improve culture techniques, and to provide a forum in which pertinent data and technologies can be exchanged within the scientific community and among user groups.
 - iii) Ictalurid Technical Committee provides a forum in which pertinent data and technologies can be exchanged within the scientific community and among user groups to promote conservation of Ictalurid diversity and the restoration of habitats that support threatened species and to improve culture techniques and encourage coordinated research and management of Ictalurid species.
 - iv) Reservoir Technical Committee promotes communication through discussion, informal presentations, symposia, and workshops to enhance the understanding of reservoir systems by fisheries professionals and to advocate wise use and protection of reservoir fisheries resources.
 - v) Rivers and Streams Technical Committee promotes communication through discussion, informal presentations, symposia, and workshops to help fisheries professionals learn and understand lotic systems.
 - vi) Salmonid Technical Committee encourages and coordinates research leading to the development of functional management strategies toward the wise use of salmonid stocks, to advance the knowledge of salmonid ecology, to improve culture techniques, and to provide a forum in which pertinent data and technologies can be exchanged within the scientific community and among user groups.
 - vii) Walleye Technical Committee promotes research and development of functional management strategies leading to the wise use of native and introduced stocks of walleye, sauger, their hybrids, and yellow perch, to improve culture techniques, and to facilitate the dissemination of pertinent data and technology to both the scientific and user communities.
- 5. Special Committees address topics that do not fall under the responsibilities of Standing Committees.

- a) Special Committees are formed when the Division President or Governing Board decides that a formalized Division action or position is needed on some issue. The Division President creates special committees, with no additional authorization needed.
- b) Special committees exist for one year, but may be re-appointed for subsequent years, at the discretion of the President, and shall cease to function upon the discharge of the duties for which they were appointed or with the end of the term of the appointing President.

Article VIII. Fees

1. There are no specific fees for Division membership. Rather, the Society distributes funds to the Division based on the number of members of the Society who reside within the Division.
2. The Governing Board of the Division may levy special fees with the consent of the membership as necessary to meet any expenses of the Division. These fees may include but are not limited to meeting registration and additional membership fees. Collection of such fees shall be made by the Secretary-Treasurer.

Article IX. Amendment of Bylaws, Rules and Procedures

1. The Bylaws are the defining document for the Division. It takes precedence over all other Rules and Procedures of the Division.
 - a) Proposed amendments to the Division Bylaws and Rules must be reviewed by the Division Governing Board prior to consideration at the Division annual meeting. Such proposed changes are to be provided to the general membership, via the newsletter, website or email, for a review period of 30 days. Passage of an amendment requires a 2/3 majority of those voting at either the annual meeting or during a 14-day electronic voting period.
 - b) In accordance with the Society Constitution, an adopted amendment 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's Management Committee for approval.
 - c) Amendments do not take effect until the Executive Director has sent written notice of their approval by the Society's Management Committee.
2. Rules are the next highest level of documentation of Division operations. They are generally established to facilitate the conduct of Division business. They may be suspended or amended as follows.

- a) Rules may be suspended during a Governing Board meeting until the next annual or special Division meeting by a 2/3 majority of the Governing Board.
 - b) Rules may be suspended for the duration of a Division meeting by a 2/3 majority of Active Members voting at an annual or special meeting.
 - c) Rules may be amended by a simple majority of Active Members voting at an annual or special Division meeting or through electronic voting.
3. Procedures are the lowest level of documentation of Division operations. They are generally established to provide continuity in the conduct of Division business. The manual describes the general structure and operation of the Division.
- a) Changes to the procedural manual are amended by a simple majority vote of the Division Governing Board.

Attachment 2

Bylaws of the Tarleton State University Subunit of the Texas Chapter of the American Fisheries Society

Article I. Name and Objectives

1. The name of this organization shall be the Tarleton State University Subunit of the Texas Chapter of the American Fisheries Society, hereinafter referred to as the Subunit, Chapter, and Society, respectively.
2. The objectives of the Subunit shall be those of the Society as set forth in Article I of the Constitution. In addition, the Subunit also has the following objectives:

(a) Encourage the exchange of regional fisheries data between students and subunit members, (b) encourage involvement with the subunit, state chapter, and parent society, (c) promote professional development and research involvement, and (d) promote fisheries and fisheries education within the local community.

3. All activities of this Subunit shall conform to the Society's Constitution, Rules, and Procedures.

Article II. Membership

1. The membership of the Subunit shall be composed of undergraduate and graduate Tarleton State University students, faculty, and alumni who are active members of the Chapter.
2. Only active members of the Society may vote, hold office, or chair a committee.

Article III. Officers

1. The officers of the Subunit shall consist of a President, Vice President, Secretary, Treasurer, Historian, and Student Government Association Representative.
2. All officers must be members in good standing of the Society.
3. Officers shall be nominated by a nominating committee appointed by the President. Officers shall be elected by a majority of ballots cast, and election methods shall be determined by the Executive Committee.
4. Terms of newly-elected officers shall change after the last meeting of the semester in which elections were held.

5. The Subunit Officers shall serve for a period of one year in each office, and shall be eligible for re-election after the expiration of their term.
6. In the event of a vacated position, the Executive Committee shall appoint a qualified replacement to fill the unexpired term.
7. No elected officer or appointed committee member of the Subunit shall receive any salary of other compensation. Expenses associated with Subunit-related activities may be defrayed from funds available to the Subunit when authorized by the Executive Committee.

Article IV. Duties of Officers

1. The President shall:
 - a. Preside at all meetings;
 - b. Serve as Chair of the Executive Committee;
 - c. Appoint all committees;
 - d. Coordinate the activities of the Subunit's standing and special committees, and serve as liaison between such committees and the Executive Committee;
 - e. Represent the Subunit to the Texas Chapter;
 - f. Conduct official correspondence for the Subunit and present reports of Subunit activities at the annual meeting; and
 - g. Make such appointments and perform other duties and functions as are authorized and necessary.
2. The Vice President shall:
 - a. Serve on the Executive Committee;
 - b. Serve as the chair of the Nominating Committee;
 - c. Serve as the chair of the Program Committee; and
 - d. Shall assume the duties of the President in the event of his/her absence or inability to act.
3. The Secretary shall:
 - a. Keep the official records of the Subunit
 - b. Submit minutes of the annual Subunit meeting to the President of the Texas Chapter within 30 days after the annual Subunit meeting;
 - c. Serve on the Executive Committee; and
 - d. Conduct the election.
4. The Treasurer shall:
 - a. Collect and be custodian of any fees or assessments authorized by these bylaws or funds allotted to the Subunit by the Society;

- b. Disburse funds only as authorized by either the membership or Executive Committee.
 - c. Submit, at the annual Subunit meeting, the year-end report for the previous fiscal year and a comparison of approved versus actual income and expenditures for the current fiscal year;
5. The Historian shall:
- a. Keep records of the Subunit's activities and accomplishments.
 - b. Collect photographs, videos, and news clippings about the Subunit and its members.
 - c. Organize a portfolio to depict the Subunit's activity for the past year.
6. The Student Government Associate Representative shall:
- a. Attend all Student Government Association meetings
 - b. Report proceedings of each Student Government Association meeting to the subunit
 - c. Represent the subunit and its opinions when voting on and discussing campus-related actions
 - d. Complete risk management training, programs, and paperwork necessary for any Subunit functions.

Article V. Executive Committee

- 1. The Executive Committee of the Subunit shall consist of elected officers and other members as appointed by the President.
- 2. The Executive Committee is authorized to act on behalf of the Subunit between meetings.
- 3. A majority of voting Executive Committee members constitutes a quorum. A quorum is required for transactions of official business at an Executive Committee meeting. Executive Committee members can appoint proxies.
- 4. Each member of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the President may cast the deciding vote.
- 5. Executive Committee meetings are called by the President and are typically held three times a year.

Article VI. Meetings and Voting

- 1. The Subunit shall hold at least one meeting annually at a time and place designated by the Executive Committee. Special meetings may be called by the President with approval of the Executive Committee.
- 2. A quorum is required for transactions of official business and shall be a majority of the Subunit membership.

3. Business and voting may be conducted via mail or electronic media if approved by the Executive Committee.
4. Unless otherwise specified in these Bylaws or the Constitution of the Society, meetings are conducted according to the latest edition of Robert's Rules of Order.
5. 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.

Article VII. Subunit Committees

1. Committees and Chairs of committees, except as listed in Articles IV and V of these Bylaws, shall be appointed and charged by the President. Except for Standing Committees, these Subunit committees shall cease to function upon the discharge of the duties for which they were appointed or with the end of the term of the appointing officer.
2. Standing Committees help the President and the Executive Committee conduct the Subunit's affairs, and the chairs should report their committees' activities, findings, and recommendations at Subunit meetings and interim meetings of the Executive Committee.
3. The Subunit has established the following Standing Committees:
 - a. The Fundraising Committee shall be responsible for planning, organizing, and executing all fundraising activities, including but not limited to, collecting donations, developing fundraising plans, and contacting sponsors.
 - b. The Outreach Committee shall be responsible for planning, organizing, and executing all outreach activities, including but not limited to, contacting local schools and organizations, preparing presentations, and collaborating with community members.
 - c. The Public Relations Committee is responsible for promoting the Tarleton State University Subunit of the American Fisheries Society, the Texas Chapter of the American Fisheries Society, and the American Fisheries Society through use of flyers, pamphlets, presentations, social media, and online resources.

Article VIII. Dues and Fees

1. The Executive Committee shall establish annual dues subject to approval of the members voting at the April meeting.
2. The Executive Committee may assess registration fees for meetings.

Article IX. Bylaws

1. The Bylaws are the defining document for the Subunit and take precedence over all other rules and procedures of the Subunit. 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, a proposed amendment shall be reviewed by the Society's Constitutional Consultant for conformity with the Constitution, Rules, and Procedures of the Society prior to Subunit vote. The Constitutional Consultant presents the adopted amendment to the Society's Management Committee for approval.
- C. Amendments take effect when the Subunit receives written notice of their approval by the Society's Management Committee from the Society's Executive Director.

Attachment 3

AMERICAN FISHERIES SOCIETY SOUTHERN DIVISION

BYLAWS OF THE VIRGINIA CHAPTER

ARTICLE I

NAME AND OBJECTIVES

1. The name of this organization shall be the Virginia Chapter of the American Fisheries Society (AFS), hereinafter referred to as the Chapter.
2. The objectives of the chapter, in addition to being those of the American Fisheries Society as set forth in Article 1 of the Constitution, shall be:
 - A. To provide access to AFS by extending membership to those whose needs are not fully met by established AFS Chapters,
 - B. To provide a forum for the discussion, debate, and resolution of aquatic resource issues within the political boundaries of the Commonwealth of Virginia, and
 - C. To encourage exchange of information among established AFS Chapters within the Commonwealth, namely the Potomac Chapter, the Tidewater chapter, and the Virginia Tech Chapter.

ARTICLE II

MEMBERSHIP

1. The membership of the Chapter shall be composed of persons interested in fisheries related issues within the Commonwealth of Virginia and having paid their current Chapter dues.
2. Only an active member of AFS, in good standing with the Chapter, may hold office, vote, or chair a committee.

ARTICLE III

MEETINGS

1. The Chapter shall hold at least one meeting annually. The Executive Committee shall determine the time and place of the annual meeting.
2. The annual meeting will be held jointly with contiguous AFS chapters, when possible. Annual meeting sites shall be moved around the Commonwealth, not to be held at the same location during consecutive years.

ARTICLE IV

OFFICERS

1. The officers of the Chapter shall consist of a President, a President-elect, Past President, a Secretary, and a Treasurer.
2. Officers shall be elected annually by mail or electronic ballot, received by members at least 30 days before the annual meeting. Officers shall be nominated by a nominating committee appointed by the Executive Committee. Officers shall be elected by a majority of ballots cast. Newly elected officers shall be installed at the annual meeting. The President and President-Elect shall serve until the next annual meeting. The Secretary and Treasurer's terms of office will be three years.
3. In the event of a vacated position, the Executive Committee shall appoint a qualified replacement to fill an unexpired term. If the Chapter fails to hold a valid election, officers shall serve until a successor is duly selected in accordance with these Bylaws.
4. Officers of the Potomac Chapter, the Tidewater Chapter, and the Virginia Tech Chapter cannot serve as Virginia Chapter officers concurrent with their respective terms of office.
5. No elected officer or appointed committee member of the Virginia 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 V

DUTIES OF OFFICERS

1. The President of the Chapter shall preside at all meetings, chair the Executive Committee, establish and appoint special committees and consultants as required, serve as a voting member of the Southern Division's Executive Committee, serve as a non-voting member of the American Fisheries Society's Governing Board, and perform other duties and functions as are authorized and necessary.
2. The President-Elect shall chair the Program Committee and assume the duties of President if the latter is unable to act. The President-Elect shall assume the presidency upon expiration of the current President's term.
3. The Secretary shall keep the official records of the Chapter, prepare official correspondence, including newsletters, as directed by the President, maintain a current list of Chapter members in good standing, and submit minutes of the

Chapter meeting to the American Fisheries Society's Executive Director and the Southern Division's Secretary-Treasurer within 30 days after each meeting.

4. The Treasurer shall collect and be custodian of Chapter funds, disburse funds as authorized or necessary, submit a record of receipts and disbursements at the annual Chapter meeting, establish banking arrangements and prepare and file necessary tax returns and other official documents 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 discharge other duties as requested by appropriate Society officers.
5. The immediate Past President shall serve on the Executive Committee and assist the other officers as needed.

ARTICLE VI

EXECUTIVE COMMITTEE

1. The Executive Committee of the Chapter shall consist of elected officers, the Immediate Past-President, and other members as may be appointed by the President. Those with voting privileges shall be the President, President-Elect, Past President, Secretary and Treasurer.
2. The Executive Committee is authorized to act on behalf of the Chapter between annual meetings.
3. 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 of the five members. Executive Committee members can appoint a proxy.
4. Each member of the Executive Committee shall have one vote on the Executive Committee decisions. In the event of a tie, the President may cast the deciding vote.
5. Executive Committee meetings are called by the President.

ARTICLE VII

CHAPTER STANDING COMMITTEES

1. Committees and Chairpersons shall be appointed by the President as necessary for Chapter business in accordance with ARTICLE II of these Bylaws. 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 Chapter meeting, whichever comes first.

2. The Chapter shall have the following standing committees:

A. Arrangements: This committee shall be composed of a minimum of three Chapter members. It shall be the responsibility of the Arrangements Committee to make the necessary contacts to provide meeting places, accommodations, and any arrangements that will benefit the successful outcome of a meeting.

B. Awards: This committee shall administer the Chapter awards program (includes awards, scholarships, and VA Junior Fisheries Biologist Program) and be chaired by the Immediate Past-President.

C. Communications: This committee shall provide and facilitate all internal and external communication among Chapter members. Specific duties include providing and updating electronic communication abilities (listserv) and our internet Webpage.

D. Continuing Education: This committee shall assess the educational and training needs of the fisheries profession as a means to develop a comprehensive continuing education program that may include workshops, special classes, and symposiums with a goal of conducting a minimum of one program per year.

E. Environmental Affairs & Advocacy: This committee shall provide technical advice to the Executive Committee concerning local, state, and national environmental issues that are of importance to the Chapter membership. This committee shall also draft resolutions (a formal expression of Chapter opinion or intent), review, and edit resolutions made by the Executive Committee or members, and submit for vote at the annual meeting. This committee will also handle membership concerns of vital aquatic-related issues in Virginia, and prepare responses that reflect the mandate of the Chapter.

F. Membership: This committee shall maintain and increase Chapter membership by actively identifying and contacting potential members.

G. Nominating: This committee shall be composed of no more than three Chapter members, who are also Active Members of AFS, appointed by the Executive Committee. They shall present a slate of no more than two candidates for the President-Elect, the Secretary and the Treasurer positions no less than 30 days before the Annual Chapter Meeting. Prior approval shall be obtained from said candidates.

H. Outreach: This committee shall develop educational material that will inform students and the general public of the missions and activities of the

Chapter and AFS. This committee shall also provide Chapter support or involvement in activities and programs that encourage and enhance knowledge of fisheries and the aquatic environment.

I. Program: This committee shall be composed of a minimum of three Chapter members, including the President-Elect as Chairperson. It shall be the responsibility of the Program Committee to develop an agenda and informative program for the annual meeting and other AFS sponsored meetings. The program shall be submitted to the Chapter Secretary prior to the annual meeting date for distribution to the membership.

ARTICLE VIII

VOTING AND QUORUM

1. All decisions at Chapter meetings shall be in accordance with the Constitution of the AFS.
2. At least 10 current members are needed to establish a quorum and conduct official business. Decisions shall be determined by majority of qualified voters (ARTICLE II) present and voting.
3. Business and voting may be conducted via email or electronic media if approved by the Executive Committee.
4. The latest edition of Robert's Rules of Order shall govern all Chapter business not covered by these Bylaws.

ARTICLE IX

DUES AND REGISTRATION

1. Annual dues for membership in the Chapter shall be established by the Executive Committee and must be paid before the Annual Chapter Meeting.
2. The Executive Committee may assess registration fees for the annual Chapter meeting.

ARTICLE X

AMENDMENTS OF THE BYLAWS

1. The Bylaws of the Chapter may be amended by a two-thirds majority approval of eligible members voting, provided that notice of proposed change(s) is given to the

membership at least 30 days prior to a meeting. If voting is done by mail or electronic ballot, 30 days will be given for members to return their ballots.

2. In accordance with the Society Constitution, all amendments shall be reviewed by the Society's Constitutional Consultant for the conformity with the Constitution, Rules, and Procedures of the Society. The Constitutional Consultant presents the adopted amendment to the Society Management Committee for approval.
3. Bylaw amendments must be reviewed by the Management Committee for conformity with the Society's Constitution, Rules, and Procedures, and do not take effect until the Executive Director has sent written notice of their approval by the Management Committee.

Attachment 4

Instituting a Sponsored Membership in AFS

Issue: Potential and current AFS members from some developing countries are not able to pay for their AFS membership as they do not have credit cards or the ability to send money to AFS. If a solution is found, it is typically short-term and the issue reoccurs yearly. As AFS has increasingly conveyed an interest in growing their international presence and needs to enhance our ability to make AFS memberships more accessible to international scientists, many who desperately need fisheries information.

Sponsored Memberships: One method to address this issue would be to institute a Sponsorship Category for memberships. A sponsored membership would mean that a sponsor (an individual, chapter, or section) would agree to pay the dues of an individual on a yearly basis. The sponsorship would be an official designation and the cost (additional dues) would show up directly on the sponsor's membership bill until they choose to cancel. The sponsored membership (a yearly commitment to pay the sponsored member dues) would be different from a gift membership (a one-time payment or one that has to be initiated on a yearly basis).

This could be a real asset to AFS – for instance, retired members may see sponsoring an international member as a way to give back to AFS, or state / student chapters could sponsor an international member and have information exchanges, or AFS members that work internationally could provide a membership for their colleagues.

Connecting sponsors and potential members is something that the International Fisheries Sections, as well as other sections that have international connections (Education, Marine Fisheries, etc.) could help facilitate. Once a system is in place, advertising among current AFS members and Units to become sponsors can occur and AFS Units can work to find international members that need a sponsor.

To ensure success, both Gift and Sponsored Memberships should be easy for any AFS member or Unit to give. Sponsorships should include an automatic annual sponsorship renewal.