

American Fisheries Society

July Management Committee Meeting

3:00 p.m. – 4:00 p.m. (EDT), Monday, July 16, 2018

MC Participants: Jesse Trushenski, Scott Bonar, Brian Murphy, Randy Schultz, Rebecca Krogman, Jackie Watson, Joe Larscheid, Steve Lochman, John Boreman (Constitutional Consultant, non-voting), Doug Austen (Executive Director, non-voting)

Emerging Leaders: Hilary Meyer, Patrick O'Rourke, Dan DauWalter

AFS Staff: Dan Cassidy, Drue Winters

Meeting Notes:

1. Welcome/Determination of Quorum – Quorum established by Boreman
2. No changes to the Agenda
3. Review and approval of minutes from the May 29, 2018 meeting and the discussions of the Management Committee on June 18, 2018 (quorum not established).

Minutes approved without objection

4. Constitutional Consultants report (Boreman) –

A. **Motion:** Approve the establishment of the Quebec Student Subunit.

Background: The proposed bylaws for the new student subunit (Attachment A) was deemed by the Constitutional Consultant to be consistent with the AFS Constitution and Rules. The student's petition was cleared by AFS Headquarters staff.

Moved by Boreman; 2nd by Lochman

Discussion: Lochman noted that the Quebec proposal is described as a subunit but not a student subunit. After reviewing the proposal bylaws it appeared to be more accurately characterized as a student subunit.

Amendment to motion by Lochman with 2nd by Bonar: "Insert student into the name of the Quebec proposal"

Amendment passed with unanimous consent. Amended motion passed with unanimous consent.

- B. **Motion:** Approve the proposed amendments to the SNEC bylaws.

Background: The SNEC amended its bylaws (Attachment B) to cover the process for amending the chapter's procedures manual.

Motion moved by Boreman; 2nd by Murphy. Passed with unanimous consent.

- C. **Motion:** Recommend that the Governing Board approve establishment of a new AFS chapter in Egypt.

Background: AFS members in Egypt petitioned AFS to form a new chapter as part of the Northeastern Division. The chapter would be open to all AFS members throughout the Middle East. The proposed chapter bylaws (Attachment C) were reviewed by the AFS Constitutional Consultant and deemed consistent with the AFS Constitution and Rules. The petition was cleared by AFS headquarters staff. Assuming the Northeastern Division EXCOM approves the petition, approval is needed by the AFS Governing Board to establish the chapter.

Motion moved by Boreman; 2nd by Murphy. Passed with unanimous consent

5. President/Officers report

- A. Trushenski – Reported that committee chair appointments are nearly complete for the 2018-2019 year. She is still seeking a leader for the Audit Committee.
- B. Bonar – the 150th anniversary planning team is moving forward with Steve Lochman as chair. Jim Bowker, strategic planning committee chair, is working with Bonar on strategic plan development and timing.
- C. Murphy – continuing to explore potential partnership with Trout Unlimited on high school aquatics program (possibly in partnership with Izaak Walton League). Murphy suggested that AFS should include high school students in the student membership category.

African fisheries issues – The Pan-African Fisheries Association

(<https://www.facebook.com/Pan-African-Fish-and-Fisheries-Association-PAFFA-157445828377010/>) meets in Malawi in early September 2018 which is too soon for AFS

presence. However, the South African Society of Aquatic Scientists

(<http://www.riv.co.za/sasaqs/>) meets in June 2019 and may be a venue to explore how AFS can support African fisheries professionals. Murphy will contact the AFS International Fisheries Section to explore options.

6. Executive Director and AFS staff report

- A. Western Division Code of Conduct (Attachment D) – possible model for AFS annual meeting code of conduct. Discussion focused on several aspects of the code of conduct. First, the issue of legal basis and how the society would deal with violations and authority was discussed. This is being explored by the Western Division with legal counsel. Second, it was suggested that we carefully review the language and be as specific as possible and that it is clear and appropriate. Finally, it was recommended that there be a clearly identified contact person for reporting of violations with a structured process for advancing violations to appropriate authorities. In general, the code of conduct was well received and the Management Committee will wait further review of the code by the Western Division.
- B. Policy update – Drue Winters
- a. Recovering America's Wildlife Act (RAWA) – A draft joint TWS-AFS letter on RAWA was presented to the Management Committee to get general

concurrence. This will move forward and be submitted to congressional contacts. The general strategy at this time appears to be getting a bill in the Senate (expected in the next 24-48 hours) and then work on improvements over time.

- b. MSA (HR200) – this bill includes the Modern Fish Act and passed the House last week. There is no corresponding bill in the Senate. The AFS MSA Work Group has completed a draft report that will be reviewed by the AFS Marine Fisheries Section.
- c. Waters of the U.S. (WOTUS) – The Trump administration is currently moving toward complete repeal of WOTUS based upon the assertion that it was an unlawful action.

- C. AFS Brand Revitalization (Austen)- The proposal by the Potomac Communications Group was presented to the Management Committee in order to obtain input and general concurrence. This proposal will initiate actions by PCG to complete research into AFS that will serve as the basis for brand re-vitalization. The findings will also support the work of the strategic planning committee.

Motion by Lochman; 2nd by Krogman

Move that the AFS Management Committee endorse research into brand revitalization of AFS

Discussion – Bonar stated support for the PCG proposal and work but would like to ensure that the Management Committee has an opportunity to review the work and fully discuss and approve any additional work on brand revitalization. Krogman suggested that AFS and contractors (PCG) should reach out to lapsed members to better understand why they left AFS

Motion passed with unanimous consent.

- D. 2nd VP election status (Austen) – reported that Leanne Roulson and Margaret Murphy were both contacted by Steve McMullin and an announcement of the results was recently included in the bi-weekly e-newsletter
 - E. Financial report (Cassidy) – See attachment E for a full report
- 7. Additional Topics – no additional topics were raised.
 - 8. Adjourned at 4:17 p.m.

Attachment A – Quebec Subunit by-laws

Bylaws of the Québec Subunit of the Atlantic International Chapter of the American Fisheries Society

Article I. Name and Objectives

1. The name of this organization shall be the Québec Student Subunit of the Atlantic International 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 objective:

Promote collaboration between students and Chapter, Division, and Society members. Encourage the education and training of students in regional fisheries and aquatic sciences. Engage the community through student led activities and outreach.

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 university students, postdoctoral researchers, faculty, and alumni from universities, colleges, and other institutions of higher learning throughout the Province of Québec who are active members of the Chapter. This includes, but is not limited to: McGill University, Concordia University, Université de Montréal, L'Université du Québec à Montréal, Université du Québec à Trois-Rivières, Université du Québec à Chicoutimi, and Université Laval.
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, President Elect, Secretary and Treasurer.
2. All officers must be members in good standing of the Society.
3. Officers shall be nominated by members in good standing of the Society. Officers shall be elected by a majority of ballots casts and election methods shall be determined by the Executive Committee.
4. Terms of newly-elected officers shall change at the meeting closest in time to the Society's annual meeting.

5. The Subunit Officers shall serve for a period of one year in each office, and shall be ineligible for re-election of the same position for a period of one year 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 Atlantic International 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 President Elect 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 their absence or inability to act.
3. The Secretary shall:
 - a. Keep the official records of the Subunit;
 - b. Create the agenda and record minutes for all meetings.
 - c. Submit minutes of the annual Subunit meeting to the President of the Atlantic International Chapter within 30 days after the annual Subunit meeting;
 - d. Serve on the Executive Committee; and
 - e. 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 of 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; and
- d. Serve on the Executive Committee.

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 active Subunit membership (i.e., in good standing of the Society and regularly attend meetings).
3. Business and voting may be conducted via mail or electronic media (e.g., Doodle poll) 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:

Mentoring committee – match graduate and undergraduate students based on interest for the mentoring program and monitor for misconduct. The goal of the program is to mentor undergraduate students and train them in fisheries and aquatic science techniques, while providing graduate students with leadership and mentoring opportunities. Graduate students may use their research as a way to teach lab or field techniques, but the intent of the program is education, and should not be viewed as a way to get free technicians.

Web design committee – create, monitor, and update the student subunit website and Facebook page. Announce meetings, events, and special activities. Post photographs and short descriptions of past events.

Article VIII. Dues and Fees

1. The Executive Committee shall establish annual dues subject to approval of the members voting at the September 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 B – SNEC by-laws

SECTION 5. ATTACHMENTS

Attachment 1

SOUTHERN NEW ENGLAND CHAPTER AMERICAN FISHERIES SOCIETY BY-LAWS

Section 1 - Name and Objectives- The name of this organization shall be the Southern New England Chapter of the American Fisheries Society, hereinafter referred to as the Chapter and Society respectively. The objectives of the Chapter shall be those of the American Fisheries Society as set forth in Article 1 of the Constitution of the American Fisheries Society and to encourage the exchange of information by members of the Society residing or working within Massachusetts, Connecticut or Rhode Island.

Section 2 – Membership- The membership of the Chapter shall be composed of those Society members in good standing residing or working in Massachusetts, Connecticut or Rhode Island. Any American Fisheries Society member in good standing, who wishes to become a member of the Chapter, may do so by paying dues according to Section 10. Members of the University of Connecticut Student Subunit and members of the University of Massachusetts Amherst Student Subunit shall be recognized as Chapter members.

Section 3 – Officers- The officers of the Chapter shall consist of a President, President-Elect, and a Secretary-Treasurer. Officers shall serve for a period of one year in each office. Terms of newly elected officers shall change at the Chapter's annual business meeting. The Secretary-Treasurer shall be elected at the Chapter's annual business meeting, as defined in Section 8, and, in turn, shall ascend to the office of President-Elect, and President without election by the membership. If the Secretary-Treasurer cannot assume the responsibilities of President-Elect, the membership will elect a new President-Elect and Secretary-Treasurer at its next business meeting. If the President-Elect cannot assume the responsibilities of President, the Secretary-Treasurer will assume that office, and the membership will elect a new President-Elect and Secretary-Treasurer at its next business meeting. If a position is vacated during a term of office, the Executive Committee, as defined in Section 5, may appoint a qualified replacement to serve out the term. In the event of a cancellation of an annual meeting, the officers and the members of any committees shall continue to serve until the next scheduled meeting.

Section 4 - Duties of Officers - The President of the Chapter shall preside at all meetings, shall serve as Chairperson of the Executive Committee, shall represent the Chapter to the Northeastern Division and the Society, shall fulfill committee assignments as established by the Executive Committee, as defined in Section 5, make such appointments and perform other duties and functions as are authorized and necessary, and shall advance to the office of Past-President at the

end of the term.

The President-Elect shall be the Chapter's representative to the Division's Membership Committee, shall prepare the program and moderate the presentations at Chapter meetings, shall fulfill committee assignments as established by the Executive Committee, as defined in Section 5, assume the duties of the President in the event of his/her inability to act, and shall advance to the office of President at the end of the term.

The Secretary-Treasurer shall keep the official records of the Chapter and collect and be custodian of dues and registrations fees collected under Section 10 of these By-Laws and any funds which may be allotted to the Chapter. The Secretary-Treasurer shall fulfill committee assignments as established by the Executive Committee, as defined in Section 5, shall disburse funds as may be authorized and necessary, and shall submit a record of receipts and disbursements at the annual Chapter meeting. He/she shall perform such duties as may be requested by the Secretary-Treasurer of the Society and of the Northeastern Division, and shall advance to the office of President-Elect at the end of the term.

Section 5 - Executive Committee-The Executive Committee of the Chapter shall consist of the officers and the immediate Past President. The Committee is authorized to act for the Chapter as constrained by Sections 9 and 11 and to perform appropriate duties and functions.

Section 6 – Chapter Committees-Committees may be created as necessary to conduct the Chapter activities. These could include, but not be limited to Program Development, Publicity, Education and Environmental Affairs, Professionalism, and Membership Committees. The committee members and Chairpersons shall be appointed by the President. The terms of office for 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 7 - Board of Directors- Committee chairpersons will serve on the Board of Directors to advise the Executive Committee in conducting Chapter business between annual business meetings. In addition, one or more member(s)-at-large will be appointed by the President to serve a one-year term on the Board.

Section 8 – Meetings- The Chapter shall hold at least one business meeting annually at a time and place designated by the Executive Committee. The program and presentation shall be the responsibility of the President-Elect.

Section 9 - Voting and Quorum-Unless otherwise specified in these Bylaws or the Constitution of the Society, decisions of the Chapter shall be in accordance with the latest edition of Robert's Rules of Order. Business and voting may be conducted via mail or electronic media approved by the Executive Committee. A quorum at any meeting for the transaction of official business shall be twenty Chapter members.

Section 10 - Dues and Fees- Executive Committee shall establish annual dues subject to approval of the members voting at the annual meeting. The Executive Committee will assess each registrant attending meetings of the Chapter a registration fee necessary to cover the costs of the meeting and Chapter activities. The registration fee will be higher for registrants who are

not members of the Society and lower for students and retirees.

Section 11 - Amendments of the By-Laws and Procedural Manual -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. 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. 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 Governing Board for approval. Amendments take effect when the Unit receives written notice of their approval by the Governing Board from the Executive Director. Amendments to the SNEC Procedural Manual can be made by a majority vote of the SNEC Executive Committee.

Accepted:	December 17, 1968	Auburn, Massachusetts
Amended:	June 27, 1985	Avery Point, Connecticut
Amended:	June 8, 1994	Narragansett, Rhode Island
Amended:	June 14, 2006	Fall River, Massachusetts
Amended:	June 16, 2016	Providence, Rhode Island

Attachment C – Egypt Chapter proposed bylaws



AAST EGYPT Chapter – American Fisheries Society Bylaws

SECTION I

Name and Objectives

1. The name of this organization shall be the **AAST EGYPT** Chapter of the American Fisheries Society, and hereinafter referred to as the Chapter.
2. The objectives of the Chapter shall be those of the American Fisheries Society, hereinafter called the Society, as set forth in Article I of the Constitution, and to encourage the exchange of information by members of the Society residing in, working in, or having a professional interest in Egypt, Africa and Arab Countries.

SECTION II

Membership

1. Individuals in good standing (have paid annual membership dues for the current fiscal year to the Chapter) are eligible for membership in this Chapter.
2. Only members of AFS may vote, hold office, or chair a committee.
3. Students from the College of Fisheries and Aquaculture Technology at Arab Academy for Science Technology and Maritime Transport (AAST) may become Chapter members and are exempt from annual membership dues.

SECTION III

Officers

1. The officers of the Chapter shall consist of a Chapter Advisor, assigned from the Arab Academy for Science Technology and Maritime Transport (AAST), and elected officers of the Chapter, which consist of a President, Vice President, Secretary, and Treasurer.
2. Upon completion of an election as described in Section VI, the chapter advisor and the newly-elected Chapter Secretary, Treasurer, President-Elect shall be announced to the membership. The current President shall advance to the next higher office at the Chapter business meeting and the newly-elected officers will be installed at this time. At the installation, the current President-Elect and President automatically become President and immediate Past-President, respectively.
3. The term of all officers shall be the date of their election through the election at the next Chapter business meeting or until a successor is elected by the Chapter membership or named by the Executive Committee, as described in Section III (4). The Chapter President and Chapter President-Elect shall serve for a term of one year in each office (subject to provisions in Section VI), and shall be ineligible for re-election for a period of one year after the expiration of their term as Past-President. Other officers, save the Past-President and student representative, may hold office for a period longer than the year.
4. In case of a vacated position, the Executive Committee shall appoint a qualified replacement to fill the unexpired term. A vacated immediate past-presidency shall not be filled until the next scheduled transition of officers.

SECTION IV

Duties of Chapter Advisor and elected Officers

1. Chapter Advisor shall:
 - A. Guide and support members by sharing their experience and expertise with them;
 - B. Give members the chance to get a better understanding of AFS;
 - C. Help members to make the most out of their membership;
 - D. Help members organize their own events;
 - E. Bring important deadlines and opportunities to the attention of members;
 - F. Remind members of renewing their membership before the termination deadline; and
 - G. Remind and supervise running of Chapter elections.

2. The President shall:
 - A. Preside at all Chapter meetings;
 - B. Chair all Chapter and Executive Committee meetings;
 - C. Chair the Program Committee;
 - D. Represent the Chapter on the Northeastern Division Executive Committee and, when feasible, attend the Northeastern Division Meeting at Chapter expense if unable to procure funding by other means;
 - E. Represent the Chapter at Society meetings;
 - F. Appoint standing committee chairs within 60 days after assuming office, or as soon as possible thereafter;
 - G. Make appointments as authorized by the Bylaws;
 - H. Establish and appoint special committees as required;
 - I. Coordinate the activities of all Chapter committees and serve as liaison between such committees and the Executive Committee;
 - J. Exercise other responsibilities arising from actions of the Executive Committee, Chapter, Northeastern Division, and the Society;
 - K. Conduct official correspondence for the Chapter and present reports of Chapter activities at the annual meeting;
 - L. Ensure that all activities of the Chapter are in accordance with Chapter Bylaws, Rules, and Procedures, and Society Constitution, Rules, and Procedures; and
 - M. Perform other duties as may be requested by the Chapter Advisor.

3. The Vice-President shall:
 - A. Assume the duties of President when that officer is temporarily or permanently unable to act;
 - B. Advance to the office of President at the Chapter's annual business meeting;
 - C. Develop a work plan for Presidency consistent with the Chapter Strategic plan; and
 - D. Perform other duties as may be requested by the President.

4. The Treasurer shall:
 - A. Collect and be custodian of fees collected under Section VII of these Bylaws and any other funds that may be allotted to the Chapter;
 - B. Pay all Chapter accounts owed and disburse funds as directed by the Membership or the Executive Committee;
 - C. Submit a record of receipts and disbursements to the Audit Committee or Executive Committee before the annual Chapter meeting;
 - D. Perform such duties as may be requested by the Governing Board of the Society, the President of the Northeastern Division, and/or the President of the Chapter;
 - E. Submit a report to the Society Executive Director of the Society within 30 days of the end of the Chapter fiscal year (or when requested by the Executive Director); and
 - F. Perform other duties as may be requested by the President;

5. The Secretary shall:
 - A. Prepare and maintain minutes of all Executive Committee meetings/calls and Chapter annual business meeting;
 - B. Maintain the official records and archives of the Chapter; and
 - C. Perform other duties as may be requested by the President.

SECTION V

Executive Committee

1. The Chapter Executive Committee comprises the chapter advisor and the elected officers of the Chapter, including the President, the Vice-President, Secretary, and Treasurer, and the chairpersons of each standing committee. Voting members are the chapter advisor, the President, the Vice-President, Secretary, Treasurer, and chairpersons of each standing committee.
2. The committee is authorized to act for the Chapter between meetings and to perform appropriate duties and functions.
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 Chapter Advisor and three voting members. Executive Committee members can appoint a proxy.
4. Each of the five voting members of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the chapter advisor vote may cast the deciding vote.
5. Executive Committee meetings are called by the President and are held at least two times per year (typically on or about November 1 and at the spring annual meeting).

SECTION VI

Meetings, Quorum, and Voting

1. At least 30 days prior to the Society's annual meeting, the President shall send to all Chapter members a ballot bearing nominations for President, Vice-President, Secretary and Treasurer. There must be at least two nominees for President. Members will be allowed at least 21 days from the date sent to return ballots to the Chair of the Ballot Tally Committee.
2. The nominee receiving the largest number of votes for each office is elected. If a tie occurs, the Chapter Advisor, President, and Vice-President will make the selection by a majority vote.

3. The Chapter shall hold at least one meeting annually at a time and place designated by the Executive Committee. This meeting is open to the entire Chapter membership.
4. A quorum is required for the transaction of official business at the annual meeting. A quorum shall be at least 15 members in good standing. When a quorum is present, decisions at meetings are by simple majority of members in good standing, 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.
5. Business and voting procedures for the Chapter shall be determined by the Executive Committee and executed by the Secretary. Business and voting may be conducted via mail or electronic mail instead of at Chapter meetings. An electronic vote must be approved by the Executive Committee as appropriate for the issue being considered. All aspects of the vote (quorum, notification, length of time the vote is left open) must follow the approved procedures for the type of issue being considered.
6. Unless otherwise specified in these Bylaws or the Society Constitution, meetings are conducted according to the latest edition of Robert's Rules of Order.
7. The program and presentation of papers shall be the responsibility of the Program Committee.

SECTION VII

Finances

1. The Chapter's fiscal year shall start Oct 1 and end 31 September of the following year.
2. A current accounting of all funds shall be kept by the Chapter Treasurer.
3. The Executive Committee may assess fees necessary to cover the costs of the meeting and Chapter activities.

SECTION VIII

Chapter Committees

1. Standing Committees help the President and the Executive Committee conduct the Chapter's affairs, and the chairs should report their committees' activities, findings, and recommendations, when appropriate, at annual Chapter meetings and interim meetings of the Executive Committee.
2. The term of duty for members of a standing committee shall extend from their appointment to the end of the meeting year, unless otherwise stipulated.

3. When possible, Chapter committees shall work in close coordination with comparable committees of both the Northeastern Division and Society.
4. Special committees may be created by the Chapter Executive Committee for a specific purpose and are to be dissolved when no longer needed.
5. The Chapter has established the following standing committees:
 - A. **MEMBERSHIP**
This committee maintains Chapter Membership and takes appropriate measures to recruit new members.
 - B. **BEST STUDENT ACHIEVMENT**
This committee nominates a Chapter member who makes an outstanding presentation (oral and/or poster) at the annual Chapter meeting. Personnel: Chair plus indefinite number of others.
 - C. **PROGRAM**
This committee assembles and administers the program for the Chapter's annual meeting. Personnel: 1. President (Chair); 2. Indefinite number of others.
 - D. **WEBSITE**
This committee operates as webmaster for the Chapter and does related duties (maintains and updates website, social media, etc.). Personnel: Chair plus indefinite number of others.

SECTION 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. The Bylaws cannot be suspended, unless otherwise specified in the Bylaws, and cannot be changed without prior notice to members.
 - A. The Bylaws of the Chapter may be amended by a 2/3 majority vote of approval by those members voting at a meeting or via an electronic vote, provided that prior notice of at least 30 days be given to the membership of the proposed change(s).
 - 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 Management Committee for approval.
 - C. Said change(s) do not take effect until the Society's Executive Director has sent the Chapter written notice of approval by the Society's Management Committee.

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 members voting at an annual meeting, special Chapter meeting, or via an electronic vote.
 - C. The Rules may be amended by a simple majority of Active members in good standing voting at an annual meeting, special Chapter meeting, or via an electronic vote.
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.

Attachment D – Draft Western Division Code of Conduct

Western Division AFS Meetings Code of Conduct

Purpose:

American Fisheries Society (AFS) meetings, open to AFS members and those interested in fisheries science, are among the most respected scientific meetings of fisheries professionals in the natural resource scientific community. Western Division AFS (WD-AFS) values the diversity of views, expertise, opinions, backgrounds, and experiences reflected among all attendees, and is committed to providing a safe, productive and welcoming environment for all meeting participants and WD-AFS staff. All participants, including, but not limited to, attendees, speakers, volunteers, exhibitors, Western Division staff, service providers, and others are expected to abide by this WD-AFS Meetings Code of Conduct. This Code of Conduct applies to all WD-AFS meeting-related events including those sponsored by organizations other than WD-AFS but held in conjunction with WD-AFS events, in public or private facilities.

Expected Behaviors:

- Treat all participants, attendees, WD-AFS staff, and vendors with respect and consideration, valuing a diversity of views and opinions, and critiquing ideas rather than individuals.
- Refrain from demeaning, discriminatory, or harassing behavior and speech directed toward other attendees, participants, WD-AFS staff, and suppliers/vendors.
- Be mindful of your surroundings and of your fellow participants. Alert WD-AFS staff if you notice a dangerous situation or someone in distress.
- Respect the rules and policies of the meeting venue, hotels, WD-AFS-contracted facility, or any other venue.
- To foster a welcoming environment, assist AFS members with impaired physical or cognitive abilities if necessary.

Unacceptable Behaviors:

- Harassment, intimidation or discrimination in any form is unacceptable. Harassment includes speech or behavior that is not welcome or is personally offensive. Behavior that is acceptable to one person may not be acceptable to another, so use discretion to be sure respect is communicated. Harassment intended in a joking manner still constitutes unacceptable behavior. If the recipient feels like something is harassment, it is harassment, regardless of intent.
- Do not physically or verbally abuse any attendee, speaker, volunteer, exhibitor, WD-AFS staff member, service provider or other meeting guest.

- Examples of unacceptable behavior include, but are not limited to, unwelcome or offensive verbal comments related to age, appearance or body size, employment or military status, ethnicity, gender identity and expression, individual lifestyle, marital status, national origin, physical or cognitive ability, political affiliation, sexual orientation, race, or religion. Harassment can also include the use of sexual and/or discriminatory images in public spaces or in presentations; deliberate intimidation; stalking; following; harassing photography or recording; sustained disruption of talks or other events; bullying behavior; inappropriate physical contact; and unwanted sexual attention.
- Do not record, take photographs of, or post to social media another individual's oral presentation, or poster, or likeness without the explicit permission of that individual.
- Do not disrupt talks at oral or poster session or activities in the exhibit hall or at other events organized by WD-AFS at the meeting venue, hotels, or other WD-AFS -contracted facilities.
- Any retaliation against participants for reporting unacceptable behavior is unacceptable. Like harassment or discrimination, retaliation against reporting poor behavior will be subject to consequences.

Reporting Unacceptable Behavior:

- Anyone experiencing or witnessing behavior that constitutes an immediate or serious threat to public safety at any time should contact local law enforcement (by calling 911) and immediately notifying facility security without delay.
- If you are not in immediate danger but feel that you are the subject of unacceptable behavior, you are encouraged to file a formal complaint to the AFS Ethics and Professional Conduct Committee.

Consequences:

- Anyone requested to stop unacceptable behavior is expected to comply immediately.
- Consequences to unacceptable behavior may be determined by the AFS Ethics and Professional Conduct Committee. Those recommendations will be forwarded to the Executive Director and/or Management Committee for potential action.

Attachment E – financial Report

AFS Financial Report – May 2018 July 13, 2018

Financial Position. Assets stand at \$5,642,000 as of May 2018 versus \$5,897,000 this time last year. The decrease relates to collections on federal contracts receivables and lower books inventory. Investments appreciation of about 9% offsets these declines. Compared to last month, assets are \$114,000 lower due to a lower bank balance which reflects higher spend rates.

Program Activities. Revenue for the first 5 months of this year totals \$1,315,000 versus \$1,756,000 last year. The timing of investment earnings and publisher royalty payments drove 2017 income higher. By way of comparison, exclude these two income categories and program revenues total \$729,000 vs. \$671,000 last year on the strength of higher dues and meeting income. There is still about \$30,000 of reimbursable Cornell/CSC costs pending invoicing.

Expenses are tracking higher this year with all staff positions filled and immediate expensing of certain prepaid expenses such as for business insurance and annual meeting costs. The bi-annual iMIS license fee is accounted for this year as well.

Outlook for 2018. Reaching the income budget is going to be a challenge. Investment performance this year alone is trailing 2017 by \$165,000. While meeting registrations are tracking higher by over 100, sponsorship and exhibit income are both lower and will likely not meet budget targets. On the plus side, membership income is up, due to the member fee increases, but actual number of members are down by about 114 individuals and no new organizational members have come on board. The membership committee is actively working towards individual and organizational member development plans for launch in the fall but not in time to move the needle much higher for member growth this year. Expenses should fall closer to the budget.

AMERICAN FISHERIES
Summary of All Units
For the Five Months Ending 5/31/2018

	Year to Date - Actual			Budget		2017 Annual
	2018	2017	Var \$	2018 BUDGET	vs YTD Actual	Actual
Revenue						
Administration	\$59,796	\$224,700	(\$164,904)	\$297,000	(\$237,204)	\$560,301
Web	16,839	1,890	14,949	7,000	9,839	4,920
Continuing Education	2,645	2,625	20	12,000	(9,355)	19,675
Rotenone				16,000	(16,000)	3,856
Certification	2,470	2,950	(480)	10,000	(7,530)	5,750
Other Education				12,000	(12,000)	
Hutton	4,000	1,000	3,000	150,000	(146,000)	134,650
Cornell		65,505	(65,505)	132,000	(132,000)	237,477
Other Grants & Contracts				125,000	(125,000)	
Annual Meeting	145,142	100,315	44,827	1,009,000	(863,858)	931,802
Membership	497,981	432,360	65,621	567,000	(69,019)	464,930
Awards	3,207	4,530	(1,323)	4,000	(793)	5,590
Mem Other	6,506	3,509	2,997	13,000	(6,494)	8,865
Jobs	11,675	7,700	3,975	30,000	(18,325)	26,677
Advocacy		23,500	(23,500)	25,000	(25,000)	26,700
Books	38,740	24,903	13,838	131,000	(92,260)	30,843
Journals	526,286	860,932	(334,645)	1,240,000	(713,714)	1,048,166
Fisheries	25	45	(20)		25	45
Total Revenue	1,315,312	1,756,464	(441,151)	3,780,000	(2,464,688)	3,510,247
Expenses						
Administration	165,856	135,152	(30,704)	320,000	154,144	569,365
Staff Costs	898,477	835,816	(62,661)	2,139,000	1,240,523	2,029,516
Technology	32,548	15,378	(17,170)	39,000	6,452	36,403
Communication	797	795	(2)	11,000	10,203	1,585
Web	10,948	15,225	4,277	19,000	8,052	40,131
Development	1,376	3,054	1,678	12,000	10,624	3,234
Continuing Education	1,569		(1,569)	10,000	8,431	20,132
Rotenone				16,000	16,000	
Certification	68	272	204	1,000	932	404
Other Education				1,000	1,000	2,040
Board	36,077	31,895	(4,183)	54,000	17,923	46,008
Committees				2,000	2,000	
Hutton	62	1,991	1,928	123,000	122,938	96,291
Cornell	26,506	20,576	(5,930)	61,000	34,494	88,792
Annual Meeting	79,453	37,803	(41,650)	818,000	738,547	758,089
Other Meetings				1,000	1,000	488
Membership	123,748	65,280	(58,468)	114,000	(9,748)	134,627
Awards	3,006	15,172	12,165	15,000	11,994	5,791
Mem Other	1,197		(1,197)	1,000	(197)	1,043
Units		577	577	1,000	1,000	577
Advocacy	6,072		(6,072)	27,000	20,928	5,099
Books	12,847	13,281	434	25,000	12,153	32,213
Journals	20,642	42,358	21,716	152,000	131,358	168,741
Fisheries	1,500	650	(851)	7,000	5,500	2,750
Total Expenses	1,422,749	1,235,275	(187,478)	3,969,000	2,546,250	4,043,319
Net Change from Operations	(107,437)	521,189	(628,629)	(189,000)	81,562	(533,072)
Non Operating (shown on a net basis)						
Rotenone						(3,856)
Restricted contributions	17,613	6,954	10,659	285,000	(267,387)	98,779
Total Non Operating	17,613	6,954	10,659	285,000	(267,387)	94,923
TOTAL NET CHANGE	(89,824)	528,143	(617,970)	96,000	(185,825)	(438,149)

American Fisheries
Statement of Financial Position
As of 5/31/2018

	2018	2017	Variance
ASSETS			
Current Assets			
Petty Cash	\$694	\$694	
Checking	388,877	457,600	(68,723)
Certificate of Deposits		54,095	(54,095)
Accounts Receivable	65,515	269,070	(203,555)
Allowance of doubtful accounts	(14,170)	(14,170)	
Inventory	293,115	439,184	(146,069)
Prepaid Expenses & Deposits	8,986	90,213	(81,227)
Current Assets	<u>743,017</u>	<u>1,296,686</u>	<u>(553,669)</u>
Property and Equipment	1,124,139	1,089,956	34,183
Accumulated Depreciation	(714,997)	(678,708)	(36,289)
Net Property and Equipment	<u>409,142</u>	<u>411,248</u>	<u>(2,106)</u>
Long Term Assets			
Long-Term Investments	4,490,044	4,188,670	301,374
Total Long Term Assets	<u>4,490,044</u>	<u>4,188,670</u>	<u>301,374</u>
Total Assets	<u>5,642,203</u>	<u>5,896,604</u>	<u>(254,401)</u>
LIABILITIES AND NET ASSETS			
Current Liabilities			
Accounts Payable	130,635	197,177	(66,542)
Accrued Expenses	253,006	216,928	36,078
Subunits Dues Payable	71,086	31,797	39,289
Subunits Books Payable	18,804	(4,656)	23,460
Deferred Income	846,429	83,493	762,936
Total Current Liabilities	<u>1,319,960</u>	<u>524,739</u>	<u>795,221</u>
Net Assets			
Net Assets - Unrestricted	4,409,323	4,843,718	(434,395)
Change in Unrestricted Net Assets - Curr Year	(87,080)	528,147	(615,227)
Total Net Assets - End. Balance	<u>4,322,243</u>	<u>5,371,865</u>	<u>(1,049,622)</u>
Total Liabilities and Net Assets	<u>5,642,203</u>	<u>5,896,604</u>	<u>(254,401)</u>