

**American Fisheries Society Management Committee Meeting Call
21 September 2015
12:02 PM EDT**

Meeting Minutes

Participants

MC Members: Donna Parrish, Ron Essig, Joe Margraf, Steve McMullin, Jesse Trushenski, Kristen Ferry, , Dave Coughlan, Ken Kurzawski, Mark Porath, Mary Beth Brey, Julie Defilippi, and Doug Austen (non-voting)

Constitutional Consultant: John Boreman

AFS Staff: Shawn Johnston, Denise Spencer, Jasmine Sewell, Dan Cassidy

Guests: Emerging Leaders Gretchen Hansen and Jeffrey Jolley

The meeting was called to order at 12:02 p.m.

- 1. Quorum established** by John Boreman
- 2. Approve Agenda**
There were no changes to the agenda.
- 3. Approval of Management Committee minutes** from August 14, 2015.
- 4. Management Committee responsibilities** (Ron Essig)
Calls are scheduled 3rd Monday of each month at noon ET
 - Governing Board versus Management Committee responsibilities were reviewed.
 - No proxies are allowed, so it is important to try to attend these calls.
- 5. Developing Countries Volunteer Motion** (Ron Essig, Bob Hughes)
Motion withdrawn by Bob Hughes
 - Compelling issue is the VISA and there may be budget, legal and tracking challenges
- 6. Constitutional Consultant Report**

Proposed motions for Management Committee

1. Change all references of "Gus Rassam" in Procedures Manual to "Executive Director."

Background: This is a housekeeping item that will save the Management Committee from changing the references every time AFS gets a new Executive Director.

Motion Moved by Joe Margraf, 2nd by Donna Parrish

Motion Amended to be “all references to a particular person as ED should be changed to ED

Amended motion approved by Unanimous Consent

2. Approve establishment of new Salish Student Subunit of the Washington-British Columbia Chapter.

Background: The Salish Subunit will be located at Eastern Washington University. AFS staff validated their petition and proposed slate of officers, and the Constitutional Consultant reviewed and approved the proposed bylaws (Attachment 1).

Moved by Dave Coughlan; 2nd by Joe Margraf

Passed by Unanimous Consent

3. Approve the proposed amendments to the bylaws of the Tidewater Chapter.

Background: These amendments were reviewed and approved by Jessica Mistak and also approved by the Chapter membership by majority vote. The newly revised bylaws are contained in Attachment 2.

Motion moved by Dave Coughlan; 2nd by Joe Margraf

Passed by Unanimous Consent

4. Change wording in the Procedures Manual related to membership on the Nominating Committee to read:

Ten members as follows: Chair, appointed by the AFS President; one person selecte**d** by each Division (four in total); four persons elected at the incoming Governing Board Meeting; and the Immediate Past-President of the Society. Each of the four Division Presidents should inform the incoming AFS President of the name of the Division’s selecte**d** representative to the Society Nominating Committee prior to the Annual Meeting.

Background: Currently, each Division is required to elect a representative to the Nominating Committee, which has delayed assembly of the committee due to varying dates of the Division elections. Changing the wording from “elect” to “select” in the Procedures Manual gives the Divisions the flexibility to elect or appoint a representative.

Also, the wording in this paragraph of the Procedures Manual is changed to reflect the current procedure of electing four at-large candidates at the incoming Governing Board meeting, which is usually held on the morning of the final day of the Annual Meeting. By having the names of the four division representatives ahead of this meeting, the President can eliminate those four individuals from consideration during the nomination process for the four at-large members.

Motion moved by Donna Parrish; 2nd by Marybeth Brey

Discussion: Joe Margraf noted that this is a fairly substantial change

Roll Call Vote: 8 Yes, 1 No. Motion passed

5. Approve revised by laws for the Colorado-Wyoming Chapter.

Background: The revised bylaws (Attachment 3) were developed over the past year with the assistance and approval of Jessica Mistak Constitutional Consultant at the time. They were recently approved by Chapter membership.

Motion moved by Ken Kurzawski; 2nd by Dave Coughlan

Motion passed by Unanimous Consent

Proposed Motions for the Governing Board

1. Replace “Governing Board” with “Management Committee” as needed to throughout the Constitution to reflect delegation of responsibilities as approved by the AFS membership during the 2015 Business Meeting in Portland.

Background: The AFS members attending the annual Business Meeting in Portland approved the following motion:

Amend the Society’s Rules to more accurately reflect the current duties and roles of the Governing Board and Management Committee as follows:

- ~~4.E. The Governing Board decides Society policies, approves the annual budget as presented by the Management Committee, and transacts other necessary Society business. leads Society strategic planning initiatives, and reviews Society business matters that need membership approval.~~
- 5.D. The Management Committee meets monthly and handles general oversight of Society operations including budget approval; Executive Director activities and, through him/her, staff activities; society-wide meetings; communications with membership, external partners, and government entities; and matters related to and affecting Society Procedures.

- Replace “Governing Board” with “Management Committee” as needed to throughout the Rules to reflect delegation of responsibilities.

In keeping with the spirit of this motion, there are also five changes that need to be made to the AFS Constitution to reflect the current duties and roles of the Governing Board and Management Committee:

ARTICLE VI: Meetings and Voting

2. In an emergency, the ~~Governing Board~~ Management Committee may cancel or change the place of an annual Society meeting.
3. The Society shall meet once a year. The ~~Governing Board~~ Management Committee sets the time and place of the annual meeting, and may do so two or more years in advance. Only the President may call special meetings with the approval of the ~~Governing Board~~ Management Committee. Unless otherwise specified in the Constitution, meetings are conducted according to the latest edition of Robert’s Rules of Order.

ARTICLE VIII: Dues, Fees, and Charges

1. The ~~Governing Board~~ Management Committee may determine, by a 2/3-majority vote, all Society dues, fees, and charges.
2. The ~~Governing Board~~ Management Committee may elect to transfer a portion of the Society’s annual membership dues to the Divisions and Chapters.

Note: John Boreman clarified that there is no need for immediate MC action on these items. This can be informational or Management Committee can vote today to indicate support. It will need to go to Governing Board for final acceptance.

Motion for Management Committee to endorse these recommendations

Motion moved by Mark Porath; 2nd by Donna Parrish.

Note: Kristen Ferry asked if a 2/3 majority vote by Management Committee is still an appropriate level for passage.

Passed by Unanimous Consent

7. Executive Director’s Report (Austen)

- Annual meeting clean up and financial reconciliation still being completed
- Close to finalizing contract for the Reno Convention Center and host hotel (Atlantis) for the joint AFS-TWS 2019 meeting
 - MOU between AFS and TWS will initially address key issues such as revenue sharing, shared values, and a few other fundamental issues. It will likely be modified multiple times to reflect decisions on subsequent issues.
 - TWS has a slightly different schedule and there are other differences what we will merge and be open to new ways of meeting management

- 2020 meeting is 150th using MC guidance from Portland meeting to initiate site selection process
- Staff positions currently being filled include Policy Analyst, Associate Director for Student and Professional Development, the new Director of Development.
- Office space remodeling is being evaluated to address needs for additional staff
- Next week is officers retreat
- Monetary values project (AFS special publication 30)
 - Publications Endowment Fund to be used to support project start-up.
 - Will include training and certification on guideline use
- Proposal for National report on status of inland fisheries is being explored with federal and state partners.

8. President's Report (Essig)

- Essig has finished appointing all committee chairs and is happy to report that many have agreed to stay on for a second term.
- The Kansas City meeting organization is moving along. One unique feature of the meeting will be multiple but shorter plenaries on each of Monday, Tuesday and Wednesday. Each will include an invited keynote speaker as well as a shorter presentation by a major award winner.

9. Financial Report

(note that monthly financial reports were distributed to MC)

- Strong cash and revenues
- Meetings, dues and investment income looks strong while publications and subscriptions are trending lower.
- Dues renewals commence next month and staff will incorporate marketing of AFS services into these renewals efforts.
- Portland survey going out shortly, will be reviewed with the Management Committee.
- Next quarterly financial review will be during the November Management Committee call.

10. New business

- Next call at noon (ET) on Monday, October 26th. Note that this call was delayed one week from the normal 3rd Monday due to conflicts with Officer's schedules.

11. Adjourn

