

## **OREGON CHAPTER of the AMERICAN FISHERIES SOCIETY BYLAWS**

### **SECTION 1. NAME AND OBJECTIVES**

- (a) The name of this organization shall be the Oregon Chapter of the American Fisheries Society, hereinafter referred to as the Chapter.
- (b) The objectives of the Chapter shall be those of the American Fisheries Society (hereinafter referred to as the Society) as set forth in Article I of the Society's Constitution, and especially, to encourage the exchange of regional fisheries and other technical information among members of the Society who belong to this Chapter.
- (c) All activities of this Chapter shall conform to the Society's Constitution.
- (d) The Chapter shall maintain an Administrative Handbook to describe procedures for implementing these bylaws.

### **SECTION 2. MEMBERSHIP**

The membership of the Chapter shall be composed of those Active Members of the Society who have an interest in the fisheries and related issues of importance to the State of Oregon. The voting membership of the Chapter shall consist of those Society members, including members of any approved Student Subunit of the Chapter, who are Active Members (as defined by the Society constitution) residing or working in the State of Oregon and such other Society Active Members as choose to be Chapter members by designating so on the Society membership application. Non-voting Student Affiliate membership of the Chapter shall consist of those members of any approved Student Subunit of the Chapter who are not Society Active Members. In accordance with the Constitution of the Society, only Society members may hold office, serve as committee chairs, or vote on Chapter business.

### **SECTION 3. MEETINGS**

The Chapter shall hold at least one meeting annually at a time and place designated by its Executive Committee. The program and presentation of papers shall be the responsibility of the Program Committee.

### **SECTION 4. OFFICERS**

- (a) The officers of the Chapter shall consist of, at least, a President, President-Elect, Past President, Vice-President, Secretary, Treasurer, Internal Director, External Director and a Student Representative (chosen by the approved Student Subunit(s) of the Chapter). Officers (other than the Treasurer) serve 1-year terms beginning May 1 each year, except that in years when the annual meeting occurs after May 1, new officers begin serving one month after the election associated with that annual meeting.
- (b) Officers are elected at the annual meeting (or by membership email vote or online poll as

approved by the Executive Committee) except that the President-Elect succeeds to the office of President upon completion of a term as President-Elect, and the President succeeds to the office of Past-President upon completion of a term as President. The Treasurer holds a two year term. The Student Representative shall be elected according to Oregon Chapter of the American Fisheries Society Bylaws at a time and in a manner decided by the approved Student Subunit(s) of the Chapter, and may serve a different 1-year term as a result. If more than one Student Subunit shall be approved by the Chapter, these subunits shall collaborate in the selection of a single Student Representative to the Executive Committee. Any officer may hold office for a period longer than one year or term if re-elected to do so. In case of a vacated position to which succession is not explicitly defined, the Executive Committee shall appoint a replacement to fill an unexpired term.

(c) In the event of a cancellation of an annual meeting, the officers and the members of any committee shall continue to serve until the next scheduled meeting or membership vote.

(d) The Executive Committee shall have discretionary authority to request resignations or remove from office any person(s) violating the constitution or by-laws, or for negligence, lack of performance, or other reasons substantially detrimental to the Chapter. Any member of the Executive Committee may file a petition to the President (or President-elect if the President is the person in question) to have any officer or Committee Chair removed from their position. This petition should contain any evidence and/or reasons why this person(s) should be removed. Removal of an officer or Committee Chair requires a two-thirds vote of all filled positions of the Executive Committee.

## SECTION 5. DUTIES OF OFFICERS

(a) The President of the Chapter presides at all Chapter meetings, chairs the Executive Committee, is the Chapter's representative to the Society (Western Division and AFS), and makes such appointments and performs other duties and functions as authorized and necessary for overall Chapter effectiveness.

(b) The President-Elect chairs the Program Committee and assumes the duties of the President if the latter is unable to act.

(c) The Past President chairs the Nominating Committee, is a member of the Financial Sustainability Committee to ensure adherence to the Financial Sustainability Plan and Investment Policy, and chairs the Executive Committee if neither the President nor President-Elect is available.

(d) The Vice-President chairs the Resolutions and Bylaws Committee and assumes the duties of the President-Elect in the event that office is vacated prior to completion of the term.

(e) The Secretary keeps the official records of the Chapter.

(f) The Treasurer is a member of the Financial Sustainability Committee responsible for disseminating information regarding the performance of the ORAFS investment portfolio,

collects and banks any funds allotted to the Chapter, and disburses funds as authorized by the Executive Committee.

(g) The Internal Director chairs the Arrangements Committee and appoints the Historian and the chairs of the Awards and Scholarship Committees.

(h) The External Director appoints, supervises, and motivates the chairs of the various External Committees.

(i) The Student Representative serves as a liaison between the Chapter and the approved Student Subunit(s) of the Chapter.

## SECTION 6. EXECUTIVE COMMITTEE

The Executive Committee consists of the Chapter officers and is responsible for overall operation and effectiveness of the Chapter. The Executive Committee is authorized to act on behalf of the Chapter between meetings and to perform appropriate duties and functions. In addition, the Executive Committee:

1. Approves all expenditures, position statements, document reviews, meeting places, arrangements, programs, and any other actions requiring official sanction of the Oregon Chapter;
2. Develops recommendations to guide the incoming president;
3. Updates the Administrative Handbook periodically to maintain relevance;
4. Establishes the time and place for the annual meeting;
5. Establishes the registration fee structure for the annual meeting;
6. Meets or confers monthly to address Chapter business; and
7. Develops an annual budget and work plan for the upcoming period May 1 - April 30.
8. Approves investments and transfers of funds suggested by the Fiscal Sustainability Committee.

## SECTION 7. CHAPTER COMMITTEES

Committees and Chairs of Standing Committees, except as listed in Section 5 & 6 of these Bylaws, may be appointed by the President as may be necessary to conduct the Chapter's activities. The President may also appoint Special Committees to address specific topics or issues that are temporary in nature. The terms of service for members of Special Committees shall end upon the discharge of the duties for which they were appointed. Terms for membership on Standing Committees end at the transition of Executive Committee officers (as described in Section 4).

## SECTION 8. VOTING AND QUORUM

- (a) All decisions at meetings are decided by a simple majority vote, except for bylaw revisions.
- (b) A quorum at any Chapter meeting for transaction of official business shall be the lesser of 50 Active Members or one-third of the Chapter membership, except that members present may

approve a lesser number for a given meeting, if circumstances dictate. A quorum at any Executive Committee meeting shall be four Chapter officers, provided that one is President, President-Elect, or Past President, and the Student Representative is not counted as part of the quorum.

(c) Unless otherwise specified in these Bylaws or the Society's Constitution, meetings are conducted according to the latest edition of Robert's Rules of Order.

(d) Business and voting may be conducted via electronic mail instead of at Chapter meetings. An electronic vote must be approved by the President, or the Officers, 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.

## SECTION 9. DUES AND FEES

The Executive Committee shall establish annual dues subject to approval of the members voting at the annual meeting. The Executive Committee may assess registration fees for annual meetings and other events.

## SECTION 10. AMENDMENT OF BYLAWS

(a) The Bylaws of the Chapter may be amended by a two-thirds majority approval of those Chapter members voting, provided that notice of the proposed change(s) be given to the Chapter membership at least 30 days prior to a meeting.

(b) Following approval by Chapter membership, bylaw amendments must approved by the Society's Management Committee before they can be implemented.

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(NOTE: The Chapter's Executive Committee is encouraged to work with the Society's Constitutional Consultant on any proposed amendments before a vote of the Chapter membership. This will usually expedite the process.)

History of Bylaws and Amendments

Adopted: February 2, 1965

Amended: January 28, 1972

Amended: February 2, 1979

Amended: February 22, 1996

Amended: February 13, 1997

Amended: June 13, 2001

Approved by AFS Governing Board: August 2001

Amended: February 19, 2004

Approved by AFS Governing Board: March 2004

Amended: February 24, 2011 (Revisions approved by Chapter at annual meeting)

Approved by AFS Governing Board: March 12, 2011

Amended: November 11, 2015 (Revisions approved by Chapter membership e-vote)

Approved by AFS Management Committee: November 16, 2015

Amended: October 1, 2016

Approved by AFS Governing Board: November 9, 2016