

## BYLAWS OF THE TENNESSEE CHAPTER

### **Article 1 – Name and Objectives**

- a. The name of this organization shall be the Tennessee Chapter of the American Fisheries Society, hereinafter referred to as the Chapter and Society respectively.
- b. The objectives of the Chapter shall be those of the American Fisheries Society as set forth in Article 1 of the Constitution and to encourage the exchange of information by members of the Society residing within the Tennessee area.

### **Article 2 – Membership**

- a. Active Members of the Chapter shall be composed of those Society members in good standing residing within, working in, or having a professional interest in Tennessee fisheries resources.
- b. Affiliate Members are individuals or public or private institutions without voting privileges who wish to support the Chapter and have paid annual calendar-year dues.
- c. Members of the Tennessee Technological University and University of Tennessee-Knoxville Student Subunits shall be recognized as Chapter members.
- d. Only Active Members of the Society and Chapter may vote, hold office or chair a committee.

### **Article 3 – Meetings**

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

### **Article 4 – Officers**

- a. The officers of the Chapter shall consist of President, President-Elect, Secretary, and Treasurer.
- b. All officers must be members in good standing of the Society and shall be nominated by the Chapter's Nominations and Awards Coordinator. Officers shall be elected by a majority of ballots cast. Election methods shall be determined by the Executive Committee.
- c. Terms of newly elected officers shall change at the Chapter annual meeting. With the exception of Secretary and Treasurer, officers shall serve for a period of one year in each office, and shall be ineligible for re-election for a period of one year after the expiration of their term. The Secretary and Treasurer shall serve for a period of three years and may be elected to two consecutive terms. In the case of a vacated position, the Executive Committee shall appoint a qualified replacement to fill an unexpired term.

- d. In the event of a cancellation of an annual meeting the officers and members of any committees shall continue to serve until the next scheduled meeting.
- e. No elected officer or appointed committee member of the 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 5 – Duties of Officers**

- a. The President shall preside at all meetings, shall serve as the Chair of the Executive Committee and Chair of the Meeting Planning Committee, shall represent the Chapter to the Southern Division and to the American Fisheries Society, shall make such appointments and perform other duties and functions as are authorized and necessary, and proceed to the office of Past-President at the end of the term.
- b. The President-Elect shall assist planning the Chapter's annual meeting, shall assume the duties of President in the event of their absence or inability to act, and advance to the office of President at the end of the term.
- c. The Secretary shall keep the official records of the Chapter, submit minutes of the annual Chapter business meeting to the Executive Director and to the Secretary-Treasurer of the Division within 30 days after the annual Chapter meeting, and conduct elections. He/she shall perform such duties as may be requested by the Secretary-Treasurer of the American Fisheries Society and of the Southern Division.
- d. The Treasurer collects and is custodian of registration fees collected under Article 9 of these Bylaws, and any funds which may be allotted to the Chapter. The Treasurer shall disburse funds as may be authorized and necessary, submit a record of receipts and disbursements annually, maintain financial records in standard accounting format for review by Society officers and staff as needed or required.

#### **Article 6 – Executive Committee**

- a. The Executive Committee shall consist of the elected officers and immediate Past-President. Those with voting privileges shall be the President, President-Elect, Past-President, Secretary, and Treasurer.
- b. The Committee is authorized to act for the Chapter between meetings and perform appropriate duties and functions.
- c. 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.

- d. Each member of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the President's vote shall be the deciding vote.
- e. Executive Committee meetings are called by the President.

#### **Article 7 – Chapter Committees**

- a. Committees and the Chairs of Committees, except as listed in Articles 5 and 6 of these bylaws, shall be appointed by the President as may be necessary for the conduct of Chapter activities. The committees shall include but not be limited to Operations and Meeting Planning. 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.

Operations Committee – A five-member Operations Committee appointed by the President shall consist of a nominations and awards coordinator, a history editor, a newsletter editor, webmaster, and an outreach coordinator. The nominations and awards coordinator shall provide a list of names no more than two candidates (with their prior consent) for each elective position (President-Elect, Secretary and Treasurer), shall solicit nominations from the membership for the Outstanding Fisheries Scientist, Lifetime Achievement, Distinguished Service, and Friend of Fisheries awards and shall oversee judgment of student presentations at the annual Chapter meeting. The history editor shall maintain the Chapter's historical record. The webmaster shall maintain the Chapter's website. The newsletter editor shall publish and distribute the Chapter's annual newsletter. The outreach coordinator shall manage the Chapter's outreach activities (e.g., Hutton Scholarship opportunities for students, continuing education opportunities for Chapter members, kids' fishing rodeos, social media and fundraisers) and may also be called upon to assist the Chapter President in drafting position statements or resolutions.

Meeting Planning Committee—Shall consist of the Committee Chair (President), President-elect, and at least two members appointed by the Chair. This Committee shall plan the annual meeting.

#### **Article 8 – Voting and Quorum**

- a. Decisions at meetings shall be by a majority of those present at any meeting; except that a motion for amendment of these Bylaws shall require a two-thirds majority, provided a quorum is present.
- b. A quorum at any Chapter meeting for the transaction of official business shall be at least 10 members in good standing.
- c. Business and voting may be conducted via mail or electronic media if approved by the Executive Committee.
- d. Unless otherwise specified in these Bylaws or the Society Constitution, Rules and Procedures, meetings are conducted according to the latest edition of Robert's Rules of Order.

## **Article 9 – Dues and Fees**

- a. The Executive Committee may assess each registrant attending meeting(s) of the Chapter a registration fee necessary to cover the costs of the meeting(s) and Chapter activities. Collections shall be made for financing the Chapter operations, as may be directed by the membership or by the authorization of the Executive Committee.
- b. Annual dues for membership in the Chapter shall be established by the Executive Committee subject to approval of the members voting at the annual meeting and must be paid before the annual Chapter business meeting.
- c. Collections shall be made by the Treasurer and disbursements shall be made for financing Chapter operations, as may be directed by the membership or authorized by the Executive Committee.

## **Article 10 – Amendments of the Bylaws**

- a. The Bylaws of the Chapter may be amended and approved in accordance with the Constitution of the Society and by Article 8 of these Bylaws.
- b. The Bylaws of the Chapter may be amended upon recommendation of three-fifths of the Executive Committee. Proposed amendments shall be circulated in writing to the membership at least 30 days prior to any regular meeting at which a vote is to be taken. Such amendments shall pass upon approval by a two-thirds majority of the members present at any regular meeting, provided a quorum is present. If voting is by mail or electronic ballot, members must be given at least 30 days to return their ballots.
- c. A petition for amendment of the Bylaws signed by no less than 50 percent of the members irrespective of any action relative thereto taken by the Executive Committee shall be circulated to the membership at least 30 days prior to a regular meeting. Such amendments shall pass upon approval by a two-thirds majority of the members present at any regular meeting, provided a quorum is present. If voting is by mail or electronic ballot, members must be given at least 30 days to return their ballots.
- d. Amendments of Chapter Bylaws must be reviewed by the Society's Constitutional Consultant for conformity with the Society's Constitution, Bylaws, and Rules. The Constitutional Consultant presents the adopted amendment to the Society Governing Board for approval. Amendments do not take effect until the Executive Director sends written notice of the Governing Board's approval.

## **Article 11 – Dissolution**

- a. Upon dissolution of the Chapter, all assets and records will revert to the Society (presently exempt from federal tax under the provisions of Article 501 (c) (3) of the Internal Revenue Code)

for the disposal in the best interest of the Chapter's former members or of the Society, as described by the Governing Board.