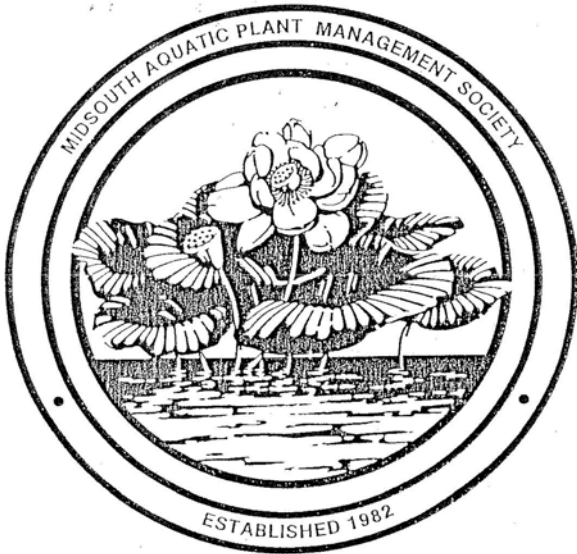


MIDSOUTH AQUATIC PLANT MANAGEMENT SOCIETY

BYLAWS



As Amended September 19, 2012

BYLAWS

MIDSOUTH AQUATIC PLANT MANAGEMENT SOCIETY

ARTICLE I: SOCIETY NAME

The name of this Society shall be the MIDSOUTH AQUATIC PLANT MANAGEMENT SOCIETY.

ARTICLE II: SOCIETY PURPOSE

The purpose of the Society shall be to assist in promoting the management of aquatic vegetation, to provide for the scientific and educational advancement of members, to encourage scientific research, to promote an exchange of information among members, and to extend and develop public interest in the discipline.

ARTICLE III: PLACE OF BUSINESS

The principle place of business shall be located at the address of the Treasurer or at such other place as the Board of Directors may decide.

ARTICLE IV: MEMBERSHIP

Section A. Categories. All memberships shall be subject to the approval of the Board of Directors. There shall be the following categories of membership:

1. Individual member. Any person who is interested in the advancement of the Society and its goals.
2. Student member. Any full-time (degree-seeking) student who is interested in the advancement of the Society and its goals. Applications must be accompanied by the signature of a faculty advisor.
3. Retired member. Any member who has held ten (10) or more years prior membership may apply for retired membership upon retirement from active professional duties. Charter members are eligible for retired membership upon their retirement from professional service. Application should include dates of initial membership and of retirement from active service.
4. Sustaining member. Institutions, organizations, and corporations interested in the advancement of the Society and its goals. Sustaining members shall have all of the rights and privileges of individual members.

5. Honorary member. Before being considered for honorary membership a person must meet the following criteria:

- a. He or she must have contributed significantly to the field of aquatic vegetation management during his or her career.
- b. He or she must have been a voting member of the Society for no less than five years.
- c. He or she must have actively promoted the Society and its affairs during their membership.
- d. The criteria in a, b, and c above may be waived in conferring honorary membership to deserving persons who are not members of the Society. Honorary members shall hold in perpetuity all rights of active membership.
- e. Nominees for honorary membership shall be submitted to the Membership Committee in the form of a petition signed by no less than ten (10) active members or may originate with the Membership Committee. Nominees will be evaluated by the Membership Committee to ascertain that they meet the criteria for eligibility as an honorary member. Eligible nominees will be presented by the Membership Committee to the Board of Directors. Honorary membership shall be approved by a majority vote of the Board of Directors.

6. Charter member. A charter member shall be defined as all members on the books no later than the first day of the annual meeting of 1982.

Section B. Voting Privileges. All Individual, Student, Retired, Honorary, Charter, and one designated representative from a Sustaining Membership who are members in good standing with current, paid-up dues shall have the right to vote.

Section C. Membership Dues. Dues amount for each membership category shall be proposed by the Board of Directors and voted upon by the membership at the Annual Business Meeting. Annual dues are due by the first full day of the annual meeting to qualify for the full rights and privileges of membership in that calendar year.

ARTICLE V: OFFICERS

Section A. The officers of the Society shall be the President, President Elect, Secretary, Treasurer, Editor, and Immediate Past President.

Section B. President. The President shall preside at all business meetings (annual and special), and at all meetings of the Board of Directors. The President shall, in consultation with the Board of Directors, appoint all committee chairs, and shall perform all other duties incidental to the office. The President shall prepare, in collaboration with the Secretary and Treasurer, an annual report of the Society's activities to be presented at the annual business meeting of the Society, including a report of each Board meeting.

Section C. President Elect. The President Elect shall perform the duties of President when the latter is absent, chair the Program Committee and perform other duties as may be assigned by the President or Board of Directors, and shall succeed the President.

Section D. Secretary. The Secretary shall maintain membership records and serve on the Membership Committee. The Secretary shall also keep minutes of all meetings, mail out minutes and notices as directed by the Board of Directors, and perform all other duties usually associated with the office.

Section E. Treasurer. The Treasurer shall be custodian of all dues and funds of the Society. The Treasurer shall pay all bills exceeding \$300.00, as authorized by the Board of Directors, and shall pay bills of less than \$300.00 at his or her discretion, and at the annual meeting give a true and complete report of the financial status of the Society. The Treasurer shall before assuming office be required to make and execute a good and sufficient surety bond in an amount of not less than Five Thousand (\$5,000.00) Dollars conditioned on the faithful performance of the duties of this office, the expense of said bond to be borne by the Society. The Treasurer shall deposit all receipts in a bank designated by the Board of Directors, and the signatures of the Secretary, Treasurer, or President shall be authorized on Society checks. An annual audit of the books shall be made by the Internal Audit Committee, and a report on the audit presented to the Society membership at the annual meeting.

Section F. Editor. The Editor shall prepare official publications of the Society.

Section G. Immediate Past President. The Immediate Past President shall serve as an advisor to the President and Board of Directors and shall serve as Chair of the Nominating Committee. This officer shall perform such duties as specified herein and as may be assigned by the President or the Board of Directors.

Section H. Directors. The four (4) directors shall assist in administering the affairs of this Society.

Section I. Term of Office. The President, President Elect, and Immediate Past President serve for one year in those capacities and may not succeed themselves. The Secretary, Treasurer, and Editor, offices do not have term limits, but must be elected annually by the membership. Two (2) directors shall be elected each year for a two (2) year term of office, and may be elected for a consecutive term, but then must relinquish said office of Director for a like period of time equal to their term of office. Officers and Directors elected at any annual meeting shall begin their duties at the close of said meeting.

Section J. Election of Officers. Society officers and directors shall be selected from the membership and must be an active member of the Society. The President Elect shall be selected from the Board of Directors or may be nominated from the General Membership. The Society officers and directors shall be nominated by a Nominating Committee which shall be chaired by the Immediate Past President. In addition nominations may be submitted from the floor at the annual business meeting. A candidate must receive a plurality of the votes cast to be elected to the office for which said person, was nominated. Election of officers and directors shall be at the discretion of the President by secret ballot or by voice vote.

ARTICLE VI: BOARD OF DIRECTORS

Section A. The President of the Society shall be Chair of the Board of Directors.

Section B. The Board of Directors shall meet upon the call of the President or upon written request to the Secretary by three or more members of the Board of Directors. At least fifteen (15) days prior to notice in writing shall be given to all members of the Board of Directors as to any meeting. The time and place of the meeting shall be designated by the President. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business. An action of the Board of Directors shall be upon the vote of the majority of its members present. The Board of Directors shall meet no less than three (3) times annually. One meeting shall be held immediately before the annual meeting of the Society; one meeting shall be held immediately after the annual meeting of the Society; and one additional meeting shall be held during the interim between the annual meetings.

Section C. The Board of Directors shall manage the affairs of the Society and shall have the power: (1) to fill any vacancies between annual meetings among the officers of the Society including the membership of the Board of Directors; (2) to prescribe the duties of the officers of the Society not otherwise prescribed in the Bylaws of the Society; (3) to provide rules and regulations for the conduct of the affairs of the Society as are consistent with the provisions of the Bylaws; (4) to accept or reject applications for membership in the Society. The Board of Directors shall have full power of the Society in all matters demanding action between meetings and shall submit at the next succeeding meeting of the Society a report of all actions taken by them under authority of this section.

ARTICLE VII: QUORUM

A quorum of the business meeting of the Society shall consist of not less than fifteen (15) voting members, or ten percent (10%) of the membership, whichever is smaller and at least two (2) of whom shall be officers of the Society.

ARTICLE VIII: MOTIONS AND RESOLUTIONS

All motions and resolutions presented at any annual meeting of the Society involving matters of policy, administration, or business shall be referred to the Board of Directors who shall consider the same and report its recommendation back to the Society; provided, however, that should any matter require immediate action by the Society, such matter may be considered immediately by consent of three-fourths of the active members present and voting.

ARTICLE IX: MEETINGS

Section A. There shall be an annual meeting of the Society for the election of officers, the presentation and discussion of pertinent information on aquatic plant management, uses of aquatic vegetation and related subjects, and such other business as may be properly brought before it. Such annual meeting shall be held at such time and place as the Board of Directors may decide. At least thirty (30) days prior notice shall be given in writing to all members as to time and place of the annual meeting.

Section B. Special meetings of the Society may be held whenever the Board of Directors deem such meetings necessary or whenever a quorum of active members shall make a written request to the Secretary. Such requests shall be placed with the Board of Directors which shall designate a time and place for such special meetings. The Secretary shall give written notice of all special meetings of the Society to all members at least fifteen (15) days prior to the date of such special meeting.

ARTICLE X: FISCAL YEAR

The fiscal year of the Society shall be the calendar year.

ARTICLE XI: COMMITTEES

Standing committee chairs shall be recommended by the President and approved by the Board of Directors to serve during his term as President as follows:

1. **Membership Committee:** This committee shall consist of not less than three (3) members, one of whom shall be the Secretary. This committee shall promote memberships in the Society.
2. **Editorial Committee:** This committee shall consist of at least three (3) members who shall assist the Editor in generating and distributing newsworthy and educational items of the Society.
3. **Program Committee:** The program committee shall consist of the members of the Board of Directors, chaired by the President Elect and its duty shall be to provide programs for each annual meeting.
4. **Nominating Committee:** The nominating committee shall consist of not less than three (3) members, one of whom shall be the Immediate Past President, who shall serve as chair of this committee and recommend to the Society candidates for election to the several offices.
5. **Special Committee:** Such other committees as from time to time may be deemed necessary shall be appointed by the President with the concurrence of the Board of Directors.

6. Internal Audit Committee: This committee shall consist of at least two (2) members who shall audit all books and fiscal documents of the Society annually, prior to the annual meeting.

7. Scholarship Committee: This committee shall consist of a chair and at least two (2) other members. Duties of the committee shall include promoting awareness of scholarships to worthy candidates and their major professors, review and determination of qualified applicants and to make recommendations to the Board as to how scholarship(s) should be awarded.

8. Website Committee: This committee shall consist of at least three (3) members, one of whom shall be the Editor, who shall serve as chair of this committee. Duties shall include maintaining the Society's website to provide information and newsworthy items relevant to the mission of the Society and ensuring that all links and information are current and functional.

9. Sponsorship Committee: This committee shall consist of a chair and at least two (2) other members. Duties of the committee shall include soliciting and securing donations/sponsorships for meeting functions from vendors and other potential donors, coordinating with Program Committee regarding funds available for annual meetings, and communicating possible changes to sponsorship levels.

ARTICLE XII: RULES OF ORDER

Business sessions of the Society shall be conducted in accordance with Roberts' Rules of Order.

ARTICLE XIII: PUBLICATIONS

All publications of the Society shall be issued under the direction of the Editor and shall become the property of the Society.

ARTICLE XIV: AMENDMENTS

These Bylaws may be amended by three-fourths vote of the active members present at any meeting, provided the notice of the proposed amendment has been given in writing to the Secretary and transmitted by him to active members thirty (30) days before such meeting.

ARTICLE XV: DISSOLUTION

The Society shall have perpetual existence, but if dissolved, its assets shall be donated to a non-profit organization for research on aquatic vegetation which will be selected by the last Board of Directors.

The above and foregoing Bylaws of the MidSouth Aquatic Plant Management Society were adopted on February 25, 1982, revised October 1988, October 1997, October 1999, October 2001, October 2006, September 2009.