

**Bylaws and Officer's Manual  
of the  
Idaho Chapter of the American Fisheries Society**

September 19, 2023 version

## **INTRODUCTION**

This manual contains the by-laws for the Idaho Chapter of the American Fisheries Society and also serves as the officer's manual. This document tiers to the International American Fisheries Society (Society) constitution, rules, and procedures (<http://fisheries.org/about/governance>). The Palouse Student Subunit, Portneuf Student Subunit and BYU-Idaho Student Subunit maintain their own individual bylaws (Appendices A, B and C).

## **NATURE OF ORGANIZATION**

The American Fisheries Society was founded in 1870. The Idaho Chapter of the American Fisheries Society is a local (state) chapter of the international organization. The Idaho Chapter, founded in 1963, represents over 300 fisheries and aquatic scientists in Idaho and other states.

**BY-LAWS AND OFFICER'S MANUAL OF THE IDAHO CHAPTER  
OF THE AMERICAN FISHERIES SOCIETY**

**Article 1 – Name, Mission, and Objectives**

The name of this organization shall be the Idaho Chapter of the American Fisheries Society, hereinafter referred to as the Chapter and Society, respectively.

The mission of the Chapter shall be that of the Society which is “to improve the conservation and sustainability of fishery resources and aquatic ecosystems by advancing fisheries and aquatic science and promoting the development of fisheries professionals.”

The objectives of the Chapter shall be those of the Society as set forth in Article I of the Constitution. The work of the Chapter will be to implement the mission and objectives of the Chapter.

**Article 2 – Membership**

The membership of the Chapter shall be composed of active Society members as defined in Article II of the Society bylaws who have chosen to be Chapter members by designating so on the Society membership application.

**Article 3 – Meetings**

The Chapter shall hold an annual Chapter meeting at a time and place designated by the Executive Committee (EXCOM). The program of the annual Chapter meeting shall be the responsibility of the President-Elect. The primary purpose of the annual Chapter meeting will be to carry out the work of the Chapter.

**Article 4 – Officers**

The officers of the Chapter shall consist of a President, President-Elect, and Past- President, Vice President, Secretary, Treasurer, Nominations Chairperson, Subunit President(s), and committee Chairperson(s).

The Chapter members attending the annual Chapter meeting will elect a Nominations Chairperson, Secretary, and Vice President. The person elected Secretary will serve for one year as Secretary and then for one year as Treasurer. The person elected Vice President will serve for one year as Vice President, one year as President-Elect, one year as President, and one year as Past-President. The transition of officers shall occur at the EXCOM meeting immediately following the annual Chapter meeting. When an officer resigns from a position, the EXCOM will develop and implement a solution that best meets the needs of the Chapter and the EXCOM. This may include appointing a qualified replacement to fill the un-expired term. If an annual Chapter meeting is canceled, the Chapter officers shall continue to serve until the next scheduled meeting.

#### **Article 5 – Duties of Officers**

A. The President shall:

1. Preside at all meetings of the Chapter
2. Serve as Chairperson of the EXCOM of the Chapter
3. Determine the specific time and place of all EXCOM meetings
4. Prepare an agenda for and preside over all meetings of the EXCOM
5. Appoint committee chairpersons
6. Sign all Chapter correspondence to non-Chapter entities
7. Perform functions as authorized by the Chapter
8. Present a report of the Chapter's activities at the Chapter, Western Division, and International Society meetings or appoint someone to do so. Travel expenses will be reimbursed by the Chapter upon request.
9. Assign and delegate tasks to other members of the EXCOM and committee chairs as appropriate
10. Proceed to the office of Past-President at the end of the term

B. The President-Elect shall:

1. Assume the duties of the President if the President is unable to act

2. Serve on the EXCOM of the Chapter
3. Develop the program of the annual Chapter meeting
4. Perform other duties delegated by the President
5. Proceed to the office of President at the end of the term

C. The Vice President shall:

1. Assume the duties of the President-Elect if the President-Elect is unable to act
2. Serve on the EXCOM of the Chapter
3. Perform other duties delegated by the President
4. Plan the annual Chapter meeting that will be held in two years from the time of election. This includes recommending a time and place for the annual Chapter meeting to EXCOM for approval. The general location of the annual Chapter meeting will be in the following sequence: Boise area, eastern Idaho, Boise area, northern Idaho, Boise area. This schedule may be modified to accommodate Western Division and Society meetings in Idaho; however, modifications must be approved by EXCOM.
5. Serve as editor of the Chapter's newsletters which are issued at least twice a year
6. Document the annual Chapter meeting with photography and synopsis and submit to *Fisheries* magazine for publication within one month of the annual Chapter meeting
7. Proceed to the office of President-Elect at the end of the term

D. The Secretary shall:

1. Assume the duties of the Treasurer if the Treasurer is unable to act
2. Serve on the EXCOM of the Chapter
3. Keep the official records of the Chapter, including minutes of Chapter and EXCOM meetings. The minutes of the annual Chapter business meeting shall be submitted to the Executive Director of the Society and to the Secretary-Treasurer of the Division within 30 days of the annual Chapter meeting.
4. Perform other duties delegated by the President
5. Proceed to the office of Treasurer at the end of the term

E. The Treasurer shall:

1. Assume the duties of the Vice President if the Vice President is unable to act
2. Serve on the EXCOM of the Chapter
3. Collect and disburse funds of the Chapter and be custodian for such funds

4. Present an annual summary of collections and payments to the Chapter at the business luncheon of the annual Chapter meeting, prepare and file necessary tax returns and other official documents necessary to keep the Chapter in good legal and financial standing, and maintain financial records for review by Society officers and staff as requested
5. Finalize all business transactions associated with the annual Chapter meeting prior to leaving the position
6. Perform other duties delegated by the President

F. The Past-President shall:

1. Serve on the EXCOM of the Chapter
2. Serve as the Awards Chairperson
3. Serve as Chairperson of Policy and Resolutions Committee when necessary
4. Perform other duties delegated by the President

G. The Nominations Committee Chairperson shall:

1. Serve on the EXCOM of the Chapter
2. Identify two candidates, each, for the positions of Secretary, Vice President, and Nominations Committee Chairperson
3. Inform candidates of the duties associated with each position
4. Provide biographies of candidates for the newsletter prior to the election
5. Organize and conduct the election. Announce the winners at the business luncheon of the annual Chapter meeting.
6. Perform other duties delegated by the President

H. The Committee Chairpersons shall:

1. Develop and/or maintain a mission statement and set of goals supporting the mission statement
2. Develop an annual work plan that supports the goals
3. Provide the mission, goals, and annual work plan to the President within 30 days of the annual meeting
4. Oversee the implementation of the annual work plan with the assistance of the committee
5. Provide a progress report on the annual work plan for the fall newsletter
6. Provide a summary report of committee activities, including a report on the annual work plan at the business luncheon of the annual Chapter meeting

7. Develop and provide current content for the committee webpage to the Secretary
8. Perform other duties delegated by the President

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

The EXCOM is the governing body of the Chapter. The EXCOM shall consist of the President, President-Elect, Vice President, Secretary, Treasurer, Nominations Chairperson, Student Subunit President(s), and Past President.

The EXCOM is authorized to act on behalf of the Chapter to carry out the work of the Chapter including expending Chapter funds and speaking on behalf of the Chapter.

Each member of the EXCOM shall have one vote on EXCOM decisions. In the event of a tie, the President's shall be the deciding vote. A quorum, meaning more than half of the voting EXCOM, is required for transaction of official business at an EXCOM meeting and a simple majority, meaning more than half of those attending the meeting, is required for a motion to pass.

The EXCOM shall prepare an annual financial plan by May 1st, the beginning of the Chapter's fiscal year.

The EXCOM shall hold meetings necessary to conduct the business of the Chapter. The specific time and place of all EXCOM meetings shall be the responsibility of the President. Required EXCOM meetings include:

- A. Evening before the Annual Chapter Meeting: The purpose of this meeting is to finalize plans for the annual Chapter meeting
- B. Immediately following the Annual Chapter Meeting: The purpose of this meeting is a short wrap-up of the annual meeting and to take action on issues as necessary. The annual transition of EXCOM officers will occur at the end of this meeting.
- C. Fall: The purpose of this meeting is to review plans for the upcoming annual Chapter meetings; discuss Western Division and Society meetings; discuss the status of Chapter and Committee action plans; and conduct other business as appropriate. This meeting will be conducted in person.

D. Monthly conference calls will be conducted as needed. Attendance at EXCOM meetings is required, when reasonably possible, by all EXCOM members. Committee chairpersons are encouraged to attend.

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

The President is authorized to appoint from members of the Chapter such committees as may be necessary to accomplish the mission of the Chapter.

### **Article 8 – Voting and Quorum**

Chapter members may vote for the elected Chapter Officer positions, resolutions, modifications to bylaws, and other items as necessary. Voting shall be conducted during the annual Chapter meeting and/or via electronic media. Decisions of the Chapter shall be by a simple majority, meaning more than half of those members voting (following Robert's Rules of Order), except that resolutions and changes to the bylaws shall be by a 2/3 majority.

A quorum is required for transactions of official business and shall consist of at least 20% of active members (at the time of the vote) of the Chapter.

Unless otherwise specified in these Bylaws or the Constitution of the Society, business shall be conducted according to the latest edition of Robert's Rules of Order.

### **Article 9 – Dues, Registration Fees, and Fundraising**

The EXCOM may establish annual dues subject to approval of the members voting at the annual meeting.

The EXCOM may assess each registrant attending meetings of the Chapter a registration fee to cover the cost of the meeting. Collections shall be made by the Treasurer.

Other collections may be requested for specific programs as needed with prior approval of the EXCOM. The Chapter may also engage in fundraising activities with prior approval of the EXCOM.

### **Article 10 – Geographical Subunits**

Due to geographical distances within the area served by the Chapter, local subunits may be established by petition from six (6) active Chapter members and a Chapter member at the University or College who is willing to serve as a faculty advisor. The petition must clearly define the subunit's intended purpose and geographic or disciplinary boundaries. The Student Subunit



petition must be approved by the EXCOM. Approval of newly formed subunit(s) bylaws is required by the Management Committee of the Society. Subunits must maintain a slate of officers that include at least a President, President-Elect and a Secretary/Treasurer or Secretary and Treasurer. EXCOM shall be notified when there are changes to the slate of officers or faculty advisor. Subunits must submit an annual report of activities at the business luncheon of the annual Chapter meeting.

Resolutions generated by the subunits must secure prior approval from the EXCOM of the Chapter before public release.

### **Article 11 – Lobbying**

Since lobbying compromises the Society's 501(c)(3) status the Chapter will not lobby. If it is unclear whether an action may be construed as lobbying, the Chapter shall contact the Society for clarification.

### **Article 12 – Bylaws, Rules and Procedures**

The Bylaws are the defining document for the Chapter and take precedence over all other rules and procedures of the Chapter. The Bylaws can only be changed through a vote of the Chapter members. This will be done in the following manner:

- A. The EXCOM will draft the proposed change. The proposed change will then be reviewed by the Society's Constitutional Consultant and any appropriate revisions made.
- B. The EXCOM will then vote on the proposed change. The proposed change must pass the EXCOM with a 2/3 majority before being presented to the Chapter members.
- C. Chapter members will be notified by correspondence of the proposed change and given a period of at least 30 days to review the proposed change
- D. Following the 30-day period, Chapter members will be given a period of not less than 14 days to vote on the proposed change. The proposed change must pass the Chapter members choosing to vote with a 2/3 majority.
- E. The EXCOM may, if it deems prudent, defer action on the proposed change until the annual Chapter meeting provided that Chapter members are notified by correspondence of the proposed change and given a period of at least 30 days to review the proposed change

prior the annual Chapter meeting. When a proposed change is acted upon at the annual Chapter meeting the minimum 14-day voting period may be suspended.

F. The proposed change is then forwarded to the Society's Constitutional Consultant who brings the proposed change before the Society's Management Committee for approval. The proposed change takes effect when the Chapter receives written notice from the Society's Executive Director.

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. Rules may be suspended by the EXCOM until the next annual meeting by a 2/3 majority vote of the EXCOM.

B. The rules may be changed with a simple majority, meaning more than half of Chapter members choosing to vote.

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, meaning more than half of those voting, of the EXCOM.

### **Article 13 – Resolutions**

The Chapter may put forth such resolutions considered prudent and necessary to further the mission of the Chapter. Resolutions shall represent the best scientific thinking and data and represent the views of the Chapter. Such resolutions are drafted and recommended to the EXCOM by the Policy and Resolutions Committee. A temporary Policy and Resolutions Committee, including the Committee Chairperson, may be appointed by the President in the event that there is not an active Policy and Resolutions Committee when the development of a resolution is being considered. This committee may consist of any members of the EXCOM, any committee chairpersons, or any active members of the Chapter but should, insofar as practical, represent a professional cross section-of Chapter members. The process for drafting and passing resolutions is as follows:

A. The Policy and Resolution Committee drafts a proposed resolution which is then voted on by the Committee. The proposed resolution must pass the Committee with a 2/3 majority before being presented to the EXCOM. Proposed resolutions without a unanimous approval of the Committee may contain a minority report prepared by those Committee members opposing the resolution.

B. Once the Policy and Resolutions Committee has passed a proposed resolution, including any minority report, the proposed resolution shall be presented to the EXCOM who will review the proposed resolution. The EXCOM has the authority to modify the proposed resolution.

C. The EXCOM will then vote on the proposed resolution. The proposed resolution must pass the EXCOM with a 2/3 majority before being presented to the Chapter members.

D. After a resolution is passed by the EXCOM, Chapter members will be notified by correspondence of the proposed resolution and given a period of at least 30 days to review the proposed resolution

E. Following the 30-day period, Chapter members will be given a period of not less than 14 days to vote on the proposed resolution. The proposed change must pass the Chapter members choosing to vote with a 2/3 majority at which point it becomes an official resolution of the Chapter.

F. The EXCOM may, if it deems prudent, defer action on the proposed resolution until the annual Chapter meeting provided that Chapter members are notified by correspondence of the proposed resolution and given a period of at least 30 days to review the proposed resolution prior the annual Chapter meeting. When a proposed resolution is acted upon at the annual Chapter meeting the minimum 14-day voting period may be suspended.

G. All proposed resolutions considered by the Policy and Resolution Committee during the year, whether they are passed or not, shall be reported at the business luncheon of the annual Chapter meeting

#### **Article 14 – Organizational Status**

The Chapter has non-profit status. The tax identification number is 52-1147128. This status requires annual response to the Idaho State Tax Commission; precludes the Chapter from lobbying; and offers access to private foundation grants.