

BYLAWS

THE AQUATIC PLANT MANAGEMENT SOCIETY, INCORPORATED

(A Corporation Not for Profit)

ARTICLE I

The name of this Society shall be THE AQUATIC PLANT MANAGEMENT SOCIETY, INCORPORATED.

ARTICLE II

The principal place of business shall be located at such place as the Board of Directors may decide.

ARTICLE III

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

The Board of Directors of this Society shall consist of not more than twelve (12) members and shall include the active officers of the Society.

Section B. President. The President shall preside at all business meetings of the Society, annual and special, and at all meetings of the Board of Directors. He shall maintain and exercise general supervision over the affairs of the Society, may sign checks in payment of obligations of this Society during the absence or incapacitation of the Secretary-Treasurer, and shall discharge such other duties as usually pertain to the office of the President. Upon completion of his term in office he shall become a Director at Large for one year.

Section C. President Elect. The President Elect shall exercise the powers and perform the duties of the President in the absence or disability of the President, or in case of a vacancy in the office of the President. He shall also perform such duties as may be assigned to him by the President or the Board of Directors.

Section D. Vice President. The Vice President shall exercise the powers and perform the duties of the President Elect in the absence or disability of the President Elect, or in case of a vacancy in the office of the President

Elect. He shall also perform such duties as may be assigned to him by the President or the Board of Directors.

Section E. Secretary-Treasurer. The Secretary-Treasurer shall keep full and current minutes of all meetings of this Society and of the Board of Directors. He shall be responsible for the maintenance of membership records and shall issue notices of meetings and shall conduct such part of the correspondence of the Society as is usually conducted by the Secretary of similar organizations. The Secretary-Treasurer shall collect and receipt all dues, assessments and other income. He shall deposit promptly all funds of the Society in such depository as shall be approved and designated by the Board of Directors. Checks in payment of obligations of this Society shall be signed by the Secretary-Treasurer. He shall, under the direction of the Board of Directors, pay all bills of this Society and make such other disbursements as are necessary and incidental to the operation of the Society. He shall at the annual meeting of the Society, and if directed by the Board of Directors at special meetings, make full and true report of the financial condition of this Society. He shall perform such other duties as are usually incident to the office of Secretary-Treasurer and as may be assigned to him by the Board of Directors. The Secretary-Treasurer shall before assuming office be required to make and execute a good and sufficient surety bond in an amount of not less than Twenty-five Thousand (\$25,000.00) Dollars conditioned on the faithful performance of the duties of his office, the expense of said bond to be borne by the Society. The Secretary-Treasurer shall provide for an annual audit of all books, vouchers and necessary documents of the Society by a Certified Public Accountant prior to each annual meeting of the Society, the cost of said audit to be borne by the Society. The financial statements as prepared during the audit shall be included as a part of the annual proceedings of the Society.

Section F. Editor. The duties of the Editor shall be to publish and distribute the Journal and other publications of this Society.

Section G. The Directors shall assist in administering the affairs of this Society.

ARTICLE IV

TERM OF OFFICE

All officers except the President, President Elect, and Secretary-Treasurer shall be elected for one year or until the successors shall be duly elected and qualified. The President Elect shall be elected for a term of two years, to include one year as President Elect and a succeeding year as President. Beginning with the annual meeting in 1981, the Secretary-Treasurer shall be elected for a three-year term, beginning at the close of the annual meeting in 1982 and extending to the close of the annual meeting in 1985. Subsequently, the Secretary-Treasurer will be elected every three years, beginning in 1984, shall take office for one year after election, and shall serve a three-year term of office. The purpose of election one year prior to assuming office is to permit the newly elected Secretary-Treasurer that period to understudy the requirements and duties of the office under the direction of the incumbent. No officers except the Secretary-Treasurer and/or the Editor shall succeed himself. Officers elected at any annual meeting shall begin their duties on the close of the meeting at which they were elected. Nominees for President shall be selected from the Board of Directors. Two (2) new members of the Board of Directors shall be elected each year for a term of three (3) years or until their successors shall be duly elected and qualified.

ARTICLE V

BOARD OF DIRECTORS

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

Section B. The Board of Directors shall meet upon the call of the President or upon the request of five or more members of the Board of Directors directed in writing to the Secretary-Treasurer. At least fifteen (15) days prior notice in writing shall be given by the Secretary-Treasurer to all members of the Board of Directors as to any meetings of the Board of Directors. The time and place of such meetings 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 meeting.

Section C. The Board of Directors shall manage the affairs of the Society and shall have the power: (1) to fill any vacancies among the officers of the Society including the membership of the Board of Directors; except as provided in Article X, Section D; (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 this Society as are not consistent with the provisions of the Bylaws; (4) to accept or reject applications for membership in this Society; (5) to increase the amount of the Secretary-Treasurer's bond if the Board deems Twenty-five Thousand (\$25,000.00) Dollars insufficient; (6) 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 on all actions taken by them under authority of this section.

ARTICLE VI

QUORUM

A quorum of any meeting of the Society shall consist of not less than forty (40) voting members, or ten percent (10%) of the membership, whichever is smaller, at least two (2) of whom shall be officers of the Society.

ARTICLE VII

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 matters may be considered immediately by consent of three-fourths of the active members present and voting.

ARTICLE VIII

MEETINGS

Section A. There shall be an annual meeting of the Society for the election of officers, the presentation of papers and discussion on noxious aquatic weed control, 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 sixty (60) 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 ten or more active members shall make a written request to the Secretary-Treasurer. Such request shall be placed with the Board of Directors which shall designate a time and place for such special meeting. The Secretary-Treasurer shall give written notice of all special meetings of the Society to all members at least four (4) weeks prior to the date of such special meetings.

ARTICLE IX

FISCAL YEAR

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

ARTICLE X

ELECTION OF OFFICERS

Section A. Officers of the Society shall be elected by majority vote of the voting members present at the annual meeting of the Society and shall serve until the close of the next annual meeting of the Society following their election or until the election of their successors, except the President Elect shall automatically become President, and the Secretary-Treasurer shall be elected and shall serve as provided in Article IV.

Section B. No member shall be eligible for office who has not been a voting member of the Society for three (3) years.

Section C. Vacancies in the office of President between terms shall automatically be filled through succession in the following order: President Elect, Vice President, Secretary-Treasurer, and Editor. All vacancies, other than that in the office of President, shall be filled through appointment by the Board of Directors.

Section C. The election of officers of the Society shall be held as a part of the business meeting which shall be held prior to noon on the second full day of the annual meeting.

ARTICLE XI

DUES

Section A. Membership dues shall be payable in advance, and shall in no case be paid later than the first full day of the annual meeting.

Section B. Annual dues shall be as follows: Active members, \$25.00; Student members, \$5.00; Commercial Sustaining members, \$200.00; Honorary members, none.

ARTICLE XII

COMMITTEES

Standing committees shall be appointed by the President Elect to serve during his term as President. The number of persons on each committee may be changed at the discretion of the President and the Board of Directors.

Committees are as follows:

1. Membership Committee. This committee shall consist of not less than five (5) active members of the Society; one of whom shall be the Secretary-Treasurer, one of whom shall be the Chairman of the Student Affairs Committee and one of whom shall be the Chairman of the International Committee. This committee shall investigate and promote memberships in the Society.

2. Publicity Committee. This committee shall consist of not fewer than three (3) members. The duties of this committee shall be to generate and distribute newsworthy items of the Society and such other duties as may be assigned by the Board of Directors.

3. Legislative Committee. This committee shall consist of not less than five (5) voting members whose duties shall be to inform itself as to any legislation pending of interest to the Society and to make recommendations to the Board of Directors on the same.

4. 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.

5. Nominating Committee. The nominating committee shall consist of not less than five (5) members, to be chaired by the Immediate Past President, and shall recommend to the Society candidates for election to the several offices. Terms of membership in the nominating committee shall be for no more than two successive years and a two year break shall occur between periods of service as a member.

6. Bylaws and Resolutions Committee. This committee shall consist of not less than five (5) voting members of the Society. All resolutions and Bylaw changes to be considered shall be presented to this committee, who shall present worthy suggestions to the Society in a form appropriate for adoption, subject to Bylaws Article VII. All petitions with ten (1) or more signatures of voting members shall be brought to the attention of the Society.

7. Student Affairs Committee. This committee should consist of not fewer than three (3) members of the Society. The duties of this committee shall be to investigate and promote membership of students into the Society and make recommendations to the Board of Directors as to means of enhancing and encouraging student participation in the Society.

8. Past Presidents Advisory Committee. This committee shall consist of all past Presidents of the Society and shall be chaired by the immediate outgoing President of the Society. The duties of this committee shall be to examine the aims and goals of the Society and make recommendations to the Board of Directors related to achieving these aims and goals.

9. Special Committee. Such other committees as from time to time may be deemed necessary shall be appointed by the President.

ARTICLE XIII

RULES OF ORDER

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

ARTICLE XIV

PUBLICATIONS

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

ARTICLE XV

HONORARY MEMBERS

Section A. Criteria for Honorary Membership. Before being considered for honorary membership a person must meet the following criteria:

1. He or she must have contributed significantly to the field of aquatic vegetation management during his or her career (be retired and no longer employed in the field of aquatic vegetation management).

2. He or she must have been a voting member of the Society for no less than ten (10) years.

3. He or she must have actively promoted the Society and its affairs during their membership.

Section B. Rights of Honorary Members. Honorary members shall hold in perpetuity all rights of active membership.

Section C. Selection of Honorary Members. Nominees for honorary membership shall be submitted to the Bylaws and Resolutions Committee in the form of a petition signed by no less than ten (10) active members or may originate with the Bylaws and Resolutions Committee. Nominees will be evaluated by the Bylaws and Resolutions Committee to ascertain that they meet the criteria for eligibility as an honorary member. Eligible nominees will be presented by the Bylaws and Resolutions Committee to the Board of Directors and upon acceptance of nominees by the Board, a biographical sketch of the nominees will be printed in the Newsletter. The Board of Directors shall, at the next annual meeting, present the nominee to the Society. Honorary members shall be elected by a majority vote of the voting members present at the annual meeting of this Society.

ARTICLE XVI

It is hereby declared to be the intent of these Bylaws that wherever the masculine terms is used, it shall be understood to include the feminine.

ARTICLE XVII

AMENDMENTS

These Bylaws may be amended by three-fourths vote of the active members present at any annual meeting, provided the notice of the proposed amendment has been given in writing to the Secretary and transmitted by him to active members thirty days before the annual meeting and that notice of the time said amendments are to be voted on has been announced at least twelve hours in advance.

The above and foregoing Bylaws of THE AQUATIC PLANT MANAGEMENT SOCIETY, INCORPORATED, were adopted on July 17, 1984.