

### **2023 Board of Directors**

**Appendix to the Leadership Manual:** 

# INDIVIDUAL CHAPTER AND SECTION BYLAWS AND STANDING RULES

#### **ASIA CHAPTER BYLAWS**

(April 10, 2017)

#### ARTICLE I

#### **Names and Objectives**

- 1. The name of the group shall be the ASIA CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Asia Chapter. The SOCIETY OF WETLAND SCIENTISTS in general will be referred to as SWS.
- 2. The principal office for the transaction of the business of the Asia Chapter is hereby located at the address of the current Asia Chapter Regional President: Wei-Ta Fang, 5F, 63-3 Hsing-An St. Taipei 10416, Taiwan. The Asia Chapter Regional President may change the location of the Asia Chapter principal office to any other place.

#### 3. The objectives are as follows:

- Develop SWS Chapters in Asia and allow formation of geographically distinct chapters (e.g. China Chapter becoming its own chapter, separate from the Asia Chapter) as supported by more than 25 active SWS members and adhering to the bylaws and standing rules of the international SWS organization.
- 2. Promote formal partnerships between SWS and other wetland organizations to promote international coordination and collaboration.
- 3. Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
- 4. Advance public education and enlightenment concerning wetland resources.
- 5. Provide an independent forum for an interchange of ideas and data developed within wetland science.
- 6. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.
- 7. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice.
- 8. Encourage the knowledgeable management of wetland resources.

- 4. For the administration of the affairs and the attainment of its objectives, the Asia Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Asia Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.
- 5. Notwithstanding anything herein to the contrary, the Asia Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent SWS from obtaining exemption from Federal income taxation as a corporation as described in Section 501 (c) (3) of the U.S. Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) can use it to lose such exempt status.

#### ARTICLE II

#### Membership

- 1. Rules governing membership in the Asia Chapter will be the same as for SWS, as described by the SWS Bylaws, Article II(1).
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

**ARTICLE III** 

Officers

- 1. The Officers of the Asia Chapter shall be one Regional President. The Regional President shall have the authority to meet in closed session, conduct International Chapter business, and hold meetings at its discretion.
- 2. Only SWS members in good standing shall be eligible to volunteer to be an Asia Chapter Officer.

#### **ARTICLE IV**

#### **Adoption of Standing Rules**

- 1. The Asia Chapter Officer(s) are authorized to adopt and amend Standing Rules necessary for conduct of Asia Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
- a. Matters pertaining to Asia Chapter finances.
- b. Prescribed duties of Asia Chapter officers.
- c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Asia Chapter.
- d. Authorization for publications of the Asia Chapter for the furtherance of its objectives.

#### **Amendment of Bylaws**

- 1. Bylaws may be amended by a two-thirds vote of the Asia Chapter members who vote on the amendment. Voting may be conducted via electronic mail, phone, fax, postal mail, or any other effective and suitable means of communication. Proposals for amendments may be generated in the following ways:
- a. Recommendation by the Asia Chapter Regional President, or
- b. Petitions signed by not fewer than ten Asia Chapter members in good standing and presented to the Regional President(s) of the Asia Chapter.

#### ARTICLE VI

#### **Society Representation**

Members of the Asia Chapter will not represent the Asia Chapter without the prior approval of the Officer(s).

#### ARTICLE VII

#### **Dissolution of the Asia Chapter**

1. Pursuant to the SWS Bylaws Article VII, the Asia Chapter can be dissolved by two-thirds vote of the SWS membership at any annual meeting upon the recommendation of the SWS Board of Directors.

#### **ASIA CHAPTER STANDING RULES**

(April 10, 2017)

#### **Section 1**. Duties of the Regional President

The Regional President of the Asia Chapter shall be responsible for:

- 1. The business of the Asia Chapter;
- 2. Making appointments authorized in the Standing Rules,
- 3. Establishing special committees required for the business of the Chapter, and appointing Regional Presidents of these special committees when necessary;
- 4. Preparing and mailing correspondence to pursue attainment of Asia Chapter objectives;
- 5. Preparing and disseminating information pertinent to Asia Chapter members;
- 6. Preparing and distributing minutes of SWS Board Meetings;
- 7. Ensuring that bylaws and standing rules are accurately maintained and updated;
- 8. Administering the financial resources of the Asia Chapter;
- 9. Paying all bills of the Asia Chapter as authorized by the Officers;
- 10. Engaging in other activities to advance the objectives of the Asia Chapter.

#### **Section 2**. Salaries and Expenses

1. Asia Chapter members and Officers shall not receive any salary or clerical or other expenses unless approved by the Officers in advance.

2. Travel expenses to attend SWS meetings may be authorized by the Officers as requested on a case-by-case basis.

#### Section 3. Dues and Fees

The Asia Chapter will not assess any dues and fees in addition to those assessed by SWS.

#### **Section 4**: Special Committees

Special Committees are appointed to assist the Regional President with developing information, services, or programs. The Committee(s) shall report to the Officers and the membership as directed by the Officers. Special Committees, composed of Asia Chapter members in good standing, shall be appointed by the Regional President(s) in consultation with the Officers at any time for a period of three (3) calendar years from the date of appointment, unless reauthorized by the Officers.

#### Section 5: Chapter Boundaries

Pursuant to the SWS Standing Rules Section 17, the Asia Chapter boundaries, beyond China Chapter's boundary, are Africa-Eurasia with the western portion of Eurasia occupied by Europe lying east of the Suez Canal, east of the Ural Mountains, and south of the Caucasus Mountains and the Caspian and Black Seas. This definition puts Turkey in the Asian chapter, however, members from Turkey can designate either Asia or Europe as their chapter. Following the SWS Standing Rules Section 14, SWS members residing in geographical areas outside that of the Asia Chapter, but with professional interests in the geographical area covered by the Asia Chapter, can also elect to be part of the Asia Chapter.

## CANADA CHAPTER BYLAWS (Date written)

#### ARTICLE I. NAMES AND OBJECTIVES

- 1. The name of the group shall be the CANADIAN CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Canadian Chapter.
- 2. The principal office for the transaction of the business of the Canadian Chapter is hereby located at the North American Wetlands Conservation Council (Canada) offices.
- 3. The Canadian Chapter, by resolution of its Board of Directors, may change the location of its registered office as designated in the Articles of Incorporation to any other place in Canada.
- 4. The objectives are as follows:
  - a. The general purposes of the Canadian Chapter are to operate solely and exclusively as a non-profit and educational organization to foster conservation and understanding of wetland issues of particular interest to Canada.
  - b. Advance public education and enlightenment concerning the Canada's wetland resources.
  - c. Provide an independent forum for an interchange of ideas and data focusing on wetland science in Canada.
  - d. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research in Canada.
  - Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice with a focus on Canadian wetlands and issues.
  - f. Encourage the knowledgeable management of wetland resources of Canada.
- 5. For the administration of the affairs and the attainment of the objectives of the Canadian Chapter, as set forth in ARTICLE I, 4a through f, the Canadian Chapter shall have the power, either directly or indirectly, either alone or in conjunction or co-operation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Canadian Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

#### ARTICLE II. MEMBERSHIP AND ELECTION OF OFFICERS

1. The membership of the Canadian Chapter shall be open to anyone, residing in Canada, who is currently registered as an Active Member, a Student Member, Institutional/Corporate Member, Family Members, or a Lifetime Member of the Society of Wetland Scientists.

 As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues to the Society of Wetland Scientists are paid, and currently resides in Canada.

#### ARTICLE III. OFFICERS AND BOARD OF DIRECTORS

- 1. The Officers of the Canadian Chapter shall be Chair, Vice-Chair, Secretary/Treasurer who are elected by the members; and the Immediate Past Chair. These four officers constitute the Executive Board of the Canadian Chapter who shall have the authority to meet in closed session.
- 2. Only those who are both Active Members of the Society of Wetland Scientists and members of the Canadian Chapter in good standing shall be eligible for nomination for an elected office.

3.

- a. The Chair shall serve only one term in office for a period of one year or until the next annual meeting, and upon the termination of that office shall immediately become the Immediate Past Chair.
- b. The Vice-Chair shall serve for a period of one year or until the next annual meeting, and shall automatically be nominated for Chair. Other nominations may also be made.
- c. The Secretary/Treasurer shall serve for a period of two years.
- d. In the event of cancellation of an annual meeting, the officers of the Canadian Chapter and the members of any standing or special committee shall continue to serve and be responsible for the Bylaws until new elections and an annual meeting are held.
- e. If an officer cannot fulfil or complete the term of office, the Board of Directors is authorized to appoint a replacement until an election is held at the next annual meeting.
- 4. The Board of Directors shall consist of the Executive Officers, the co-chairs of the Standing Committees. Any number of Directors attending a called meeting of the Board of Directors constitutes a quorum. The Board of Directors is authorized to conduct business and hold meetings at its discretion.

#### ARTICLE IV. MEETING AND VOTING

- 1. The Canadian Chapter shall meet once a year during the Annual Meeting of the Society of Wetland Scientists to discuss issues of interest to the Canadian Chapter.
- 2. In the event of an emergency, the Board of Directors may cancel an annual meeting or change the place of an annual meeting or order a Special Meeting. If a meeting is cancelled, the Board of Directors shall schedule the next annual meeting.

- 3. A quorum for the transaction of official business at a Canadian Chapter meeting shall consist of any number of voting members present.
- 4. A motion to amend the Bylaws or to establish or dissolve the Canadian Chapter shall require a majority of the Canadian Chapter membership. Voting will be conducted either electronically or by mail.
- 5. A summary of all business conducted at a Canadian Chapter meeting will be distributed to all Canadian Chapter members.
- 6. The Secretary shall certify the voting eligibility of members.

#### ARTICLE V. ADOPTION OF STANDING RULES

- 1. The Board of Directors is authorized to adopt and amend Standing Rules necessary for conduct of Canadian Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to Canadian Chapter finances.
  - b. Prescribed duties of Canadian Chapter officers.
  - Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Canadian Chapter.
  - d. Authorization for publications of the Canadian Chapter for the furtherance of its objectives.

#### ARTICLE VI. AMENDMENT OF BYLAWS

- 1. The Bylaws of the Canadian Chapter may be amended by majority vote of the members in good standing. Proposals for amendments may be generated in the following ways:
  - a. Recommendation of a majority of the voting members of the Board of Directors.
  - b. Petitions signed by not fewer than ten members in good standing or 10% of the Canadian Chapter membership eligible to vote, whichever is fewer, and presented to the Board of Directors.

#### ARTICLE VII. REGIONAL SECTIONS OF THE CANADIAN CHAPTER

A Regional Section of the Canadian Chapter may be authorized if it seems likely to provide a
worthwhile service, has a reasonable chance of continued and successful operation, and
complies with this Article. Only a voting member of the Canadian Chapter in good standing may
be a voting member of a Regional Section of the Canadian Chapter. Regional Sections of the

Canadian Chapter may hold meetings, sponsor symposia, disseminate information, adopt resolutions, and engage in other activities to advance the objectives of the Canadian Chapter in their geographic area in keeping with the Bylaws and Standing Rules of the Canadian Chapter. Actions and resolutions of a Regional Section shall be identified only with that Regional Section unless transmitted to the Board of Directors and subsequently adopted in accordance with the appropriated provisions of the Bylaws and Standing Rules as an action or resolutions of the Canadian Chapter.

- A Regional Section of the Canadian Chapter may be authorized by a majority vote of the Canadian Chapter membership at an annual meeting upon a petition presented by not fewer than ten Canadian Chapter members in good standing from a designated geographic region. All Regional Sections shall comply with the Canadian Chapter Bylaws and Standing Rules.
- 3. A Regional Section may be dissolved by majority vote of the membership of the Canadian Chapter at any annual meeting upon the recommendation of the Board of Directors. Such recommendation may be based upon the Regional Section having taken action contrary to or otherwise having failed to comply with its own Bylaws or Bylaws and Standing Rules of the Canadian Chapter; failed to hold specific meetings; or otherwise failed to function as an active, effective arm of the Canadian Chapter. Upon dissolution of a Regional Section, the assets and records of that Regional Section shall revert to the Canadian Chapter for disposal in the best interests of the former members of the Regional Section, or of the Canadian Chapter, as decided by the Board of Directors.

#### ARTICLE VIII. DISSOLUTION OF THE CANADIAN CHAPTER

1. Upon dissolution of the Canadian Chapter, its Executive Board shall transfer all assets, accrued income, and other properties to the Society of Wetlands Scientists parent organization with a request that said assets be held for a period of not more than five years from the date of dissolution of the Canadian Chapter, for distribution to another Chapter that may be established in approximately the same geographic area within the said five-year period. If another Chapter is not established in the said area and period of time, the Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties to a Canadian charitable organization in accordance with Society bylaws.

#### ARTICLE IX. CANADIAN CHAPTER REPRESENTATION

1. No member of the Canadian Chapter will represent the Canadian Chapter without the prior approval of the Board of Directors of Canadian Chapter.

CANADA CHAPTER STANDING RULES (Date written) The following rules are established to assist in conducting the business of the Canadian Chapter.

#### Section 1. Duties of the Chair

The Chair shall be responsible for the business of the Canadian Chapter, make appointments authorized in the Standing Rules, establish special committees required for the business of the Canadian Chapter, and exercise such other responsibilities determined from time to time by action of the Canadian Chapter or its Board of Directors.

#### Section 2. Duties of the Vice-Chair

Duties of the Vice-Chair are to assist the Chair and to perform the duties of the Chair when that officer is absent or unable to act. The Vice-Chair is responsible for the organization of the Annual Meeting of the Chapter, and shall be responsible for Canadian Chapter publicity as directed by the Board of Directors.

#### Section 3. Duties of the Secretary/Treasurer

- Maintain a roster of the members in good standing. Upon request from the Board of Directors provide copies of membership lists.
- Serve as the Chairperson of the Membership Committee.
- Certify eligibility of members prior to any vote.
- Direct all correspondence received to the appropriate board member as needed. Prepare and mail correspondence at the direction of Executive Board members.
- Prepare and disburse information pertinent to increasing membership.
- Maintain a file of correspondence and records of the Canadian Chapter business.
- Maintain and update copies of the Bylaws and Standing Rules.
- Prepare semi-annual reports of membership status.
- Record and read minutes of the Annual Meeting of the Canadian Chapter and all called meetings of the Board of Directors. Distribute minutes to Board members.
- Administer the financial resources of the Canadian Chapter.
- Pay all bills of the Canadian Chapter as authorized by the Chair or the Board of Directors.
- Serve as Chairperson of the Ways and Means Committee
- Be responsible for preparation and filing of the Society's income tax returns.
- Prepare annual budgets, and present at the Annual Meeting of the Canadian Chapter.

#### Section 4. Duties of the Immediate Past Chair

The Immediate Past Chair chairs the Nominating Committee and Bylaws Committee and performs the duties of Chair if both the Chair and Vice-Chair are unable to act. The Immediate Past Chair shall remain as a voting member of the Board, and serve as Parliamentarian at meetings.

#### Section 5. Duties of Archivist

- Maintain an archive of all Canadian Chapter publications, the minutes of Board of Directors and annual Canadian Chapter meetings, and Chairial papers.
- Provide incoming Chair with a summary of the contents of the archives and provide the membership with copies of specific archival files upon request.

Section 6. Salaries, Expenses, and Authority to Commit Funds

Officers and Directors of the Canadian Chapter shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.

The Chair of the Canadian Chapter should review and sign any single long-term commitment that has financial consequences for the chapter in amounts greater than \$500.

#### Section 7. Dues and Fees

- a. Dues for membership in the Canadian Chapter will be paid to the Society of Wetland Scientists, and will be transferred to the Canadian Chapter as per the standing rules of SWS.
- b. The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the Canadian Chapter of The Society of Wetland Scientists.

#### Section 8. Standing Committees

Standing Committees, composed of Canadian Chapter Members in good standing, shall be appointed by the Chair in consultation with the Board of Directors within thirty days after the Annual Meeting unless otherwise specified. Standing committees shall assist the Chair and Board of Directors in the conduct of the affairs of the Canadian Chapter. The Chairperson of each standing committee shall report at the Annual Meeting of the Canadian Chapter. The term of duty for members of standing committees shall extend from their appointment to the end of the following annual meeting, unless otherwise specified.

- a. Communication Committee: The Committee shall be responsible for disseminating information regarding Chapter activities, and increasing the membership of the Canadian Chapter.
- b. Education & Certification Committee: The Committee shall be responsible for the promotion and improvement of the Canadian Chapter.
- c. Events Committee: The Committee shall be responsible for making arrangements for the Annual Meeting.
- d. Nomination Committee: The Committee shall be responsible for recommending the names of candidates for elected offices and assembling their resumes for distribution to members of the Canadian Chapter. The Immediate Past Chair shall serve as Chairperson.
  - 1. Preliminary nominations for officers are to be solicited from the membership through the Immediate Past Chair.
  - 2. Nominations Committee will consist of the Immediate Past Chair (chair) and two designates. Designates are to be selected with the intent to maximize geographic diversity.
  - 3. The list of preliminary nominations will be passed to the Nominations Committee, which will prepare a final slate of candidates.
- e. Archives Committee: This committee shall be responsible for developing criteria for determining what types of Canadian Chapter materials and records will be archived, how and where they will be stored and accessed, and the longevity of various materials in the archive. The Archivist shall chair the Archives Committee.

- f. Bylaws and Standing Rules Committee: This committee shall consist of the Immediate Past Chair (chair), the Chair, and the Vice-Chair, and serves as the Canadian Chapter's official authority regarding all matters pertaining to the organization's bylaws and standing rules. This committee is responsible for insuring that the bylaws and standing rules are accurately maintained and updated in accordance with the Canadian Chapter's bylaws.
- g. Awards Committee: This committee shall be responsible for developing and implementing a Canadian Chapter awards program recognizing various categories of outstanding individual and organizational contributions to furthering the objectives of the Canadian Chapter or advancing wetland science of relevance to Canadian issues and wetlands.

#### Section 9. Special Committees

Special Committees, composed of Canadian Chapter members in good standing, shall be appointed by the Chair in consultation with the Board of Directors at any time for a period of 2 calendar years from the date of appointment unless re-authorized by the vote of the Board. Special Committees are appointed to assist the Chair and the Board of Directors with developing information, services, or programs which are generally short term, and of a non-recurring nature. The Committee(s) shall report to the Board of Directors and the membership at the Annual Business Meeting.

#### Section 10. Order of Business

The agenda for a business session for an annual meeting of the Canadian Chapter shall include, but shall not necessarily be limited to, the following items:

- Call to order by the Chair
- Address of the Chair
- Determination of a quorum
- Introduction of guests and visitors
- Reading of the minutes and report of the Secretary
- Reports of the Chairperson or Representatives of Regional Sections
- Reports of Standing Committees
- Reports of Special Committees
- Other old business
- Installation of newly elected officers
- New business
- Adjournment

#### Section 11. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the Canadian Chapter will be available from the Bylaws and Standing Rules Committee upon request of any Canadian Chapter member.

#### Section 12. Rules of Order

The Canadian Chapter will adopt Robert's Rules of Order. The Immediate Past Chair will serve as Parliamentarian at meetings.

## CENTRAL CHAPTER BYLAWS AND STANDING RULES

#### ARTICLE I

#### Names and Objectives

The name of the organization shall be the CENTRAL CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Chapter and as the Society. Qualified persons residing within the states of Kansas and Missouri who are also members in good standing with the Society of Wetland Scientists are eligible for Chapter membership.

The objectives are as follows:

- (a) Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
- (b) Provide an independent forum for an interchange of ideas and data developed within wetland science in the Central Region (hereinafter referred to as the Region).
- (c) Develop and promote wetland science as a distinct discipline within the Region.
- (d) Promote and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice within the Region.
- (e) Further the knowledge of wetland resources and encourage wetland protection, restoration, and stewardship within the Region.

For the administration of the affairs and the attainment of the objectives of the Chapter, the Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things, and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Chapter is organized, as set forth in Article First a-e, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

Notwithstanding anything herein to the contrary, the Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would cause the Society to lose exempt status from Federal income taxation as a corporation as described in Section

501(c)(3) of the Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time.

## ARTICLE II Membership and Election of Members

The membership of the Chapter shall be of the following classes:

- (a) <u>Active Members.</u> Persons involved in the study, management, or regulation of wetlands; or in any other appropriate wetland activity, including research and academic endeavors within the Region.
- (b) <u>Student Members.</u> Persons who are involved in academic training in any appropriate wetland endeavor within the Region are extended voting membership status as long as they maintain their student status as members of the Society.
- (c) <u>Institutional/Corporate Members.</u> Any institution, government agency or corporate organization with interest in the Chapter and the Society and the furtherance of the objectives may become an Institutional/Corporate member, but shall not be eligible to vote.
- (d) <u>Family Members</u>. Two members of a family may be Chapter members with full, active member privileges, but shall receive a limited set of publications (usually only one copy per issue of the Chapter newsletter).
- (e) <u>Lifetime Members</u>. Members joining for the rest of their lives will receive full active members privileges. Any Lifetime Member of the Society who resides or works within the Region is extended Lifetime membership status within the Chapter.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" refers to a Chapter member within the Region who is a member of the Society in good standing, with dues paid in the current calendar year.

ARTICLE III
Officers and Board of Directors

- 1. The Officers of the Chapter shall be President, Vice President, Secretary, Treasurer, and Past President. The Past President and the elected officers constitute the Executive board of the Chapter who shall have the authority to meet in closed sessions.
- 2. Only active members in good standing shall be eligible for nomination for an elected Chapter office.
- 3. (a) All elected officers shall serve for a period of two years and all elected board members shall serve for a period of two years.
- (b) The President shall serve one year in office, and upon the termination of that year shall immediately become the Past President, and continue as a member of the Executive Board.
- (c) The Vice President shall serve one year in that office, and shall automatically succeed the President for the second year of the term in office.
- (d) The officers and board members of the Chapter and the members in any Standing or special Committee shall continue to serve and be responsible for the business and activities of the Chapter in accordance with the provisions of the Bylaws, or Robert's Rules of Order in the absence of specific guidelines, until new elections are held.
- (e) If an officer or board member cannot fulfill or complete the term of office to which he or she was elected, the Executive Board is authorized to appoint a replacement until an election is held at the next annual meeting.
- (f) If the President cannot attend the Society annual meeting or meetings of the Society Board of Directors to represent the Chapter, the President shall appoint another active member in good standing to represent the Chapter at that specific meeting.

#### **ARTICLE IV**

#### Meeting and Voting

- 1. The Chapter shall meet twice annually; at the site of the Society annual meeting and at a place to be determined by the Executive Board.
- 2. In the event of an emergency, the Executive Board may cancel a meeting or change the place of meeting, or order a Special Meeting. If a meeting is canceled, the Executive Board shall schedule the next meeting and a place agreed upon among the Board.

- 3. A quorum for the transaction of official business of the Chapter shall consist of any number of active members in good standing present.
- 4. A motion to amend the Bylaws or to establish or dissolve a Standing Committee shall require a two-thirds majority of those voting. A Special Committee may be established or dissolved at the Executive Board's discretion or upon completion of that committee's appointed task(s).
- 5. The Chapter Secretary shall certify the voting status of members.

#### ARTICLE V

#### Adoption of Standing Rules

- 1. The Executive Board is authorized to adopt and amend Standing Rules necessary for conduct of Chapter business by a majority vote.
- 2. The Standing rules must include, but shall not be limited to, the following:
- (a) Matters pertaining to Chapter finances.
- (b) Prescribed duties of Chapter officers and Board Members.
- (c) Provisions for the establishment, duties, and methods of selection of Standing Committees and other committees necessary to conduct the business of the Chapter. A Standing Committee is defined as one that is established permanently in the Bylaws as part of the basic organization of the Chapter, or by amendment of said Bylaws.

#### ARTICLE VI Amendment of Bylaws

- 1. The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a chapter business meeting. Proposals for amendments may be generated in the following ways:
- (a) Recommendation of a majority of voting members of the Executive Board.

- (b) Petitions signed by not fewer than twenty members in good standing or 10 percent of the Chapter membership eligible to vote, whichever is fewer, and presented to the President at the next business meeting.
- 2. Proposed amendments shall be submitted or petitioned at one business meeting, and be voted on at the next business meeting of the Chapter.

#### **ARTICLE VII**

#### Dissolution of the Chapter

1. If the Society is dissolved, the Chapter is also dissolved, and all Chapter net assets will be distributed to a similar not-for-profit organization. Designation of the organization(s) to receive said assets will be at the discretion of both the Chapter Executive Board and the Society Board of Directors.

#### ARTICLE IX

#### **Chapter and Society Representation**

1. No member of the Society will represent the Society without prior approval of the Society Board of Directors, nor represent the Chapter without prior approval of the Chapter Executive Board.STANDING RULES

The following rules are established to assist in conducting the Chapter business.

#### Section 1. Duties of the President

The President shall be responsible for the business of the Chapter, make appointments authorized in the Standing Rules, establish special committees required for the business of the Chapter, and exercise such other responsibilities determined from time to time by action of the Chapter and its Executive Board. The President shall chair all meetings of the Chapter and the Executive Board, and serves as an ex-officio member of all Standing and Special Committees. The President serves as Chapter Representative to the Society and as a member of the Society Board of Directors.

#### Section 2. Duties of the Vice President

The President-elect shall succeed the President without further election. The duties of the President-elect are to assist the President and to perform the duties of the President when that officer is absent or unable to act. The President-elect shall serve as chairperson of the Program Committee.

#### Section 3. Duties of the Secretary

The Secretary shall maintain a roster of Chapter members in good standing and serve as chairperson of the Membership Committee. The Secretary shall coordinate Chapter membership with the Society Secretary, and reply to or direct all correspondence pertinent to Chapter membership. The Secretary shall maintain files and records of Chapter meetings and business, and maintain and update copies of the Chapter Bylaws and Standing Rules.

#### Section 4. Duties of the Treasurer

The Treasurer shall coordinate Chapter finances with the Society Secretary. The Secretary-Treasurer shall attend to all appropriate financial matters of the Chapter, including payment of bills, collection of Chapter dues through the Society, and any Internal Revenue Service reporting requirements.

#### Section 5. Duties of Board Members

Elected Board Members shall serve as two-year voting members of the Executive Board. Special duties of these board members are at the discretion of the President.

#### Section 6. Duties of the Immediate Past President

The Immediate Past President serves as a member of the Executive Board for three years following completion of his/her term of office. The Immediate Past President serves as chairperson of the Nominating Committee.

#### Section 7. Salaries and Expenses

Officers, Board Members, and committee-persons of the Chapter shall not receive any salary. They will not receive any clerical or other expenses unless approved by the Executive Board in advance. In emergency situations, the Executive Board may approve limited travel expenses for the President or his/her designee to the Society annual meeting to ensure Chapter representation.

#### Section 8. Standing Committees

Standing Committees, composed of Chapter members in good standing, shall be appointed by the President in consultation with the Executive Board within 15 days after the business

meeting in conjunction with the Society annual meeting, unless otherwise specified. Standing Committees shall assist the President and Executive Board in the Conduct of affairs of the Chapter. The Chairperson or his/her representative of each Standing Committee shall report at the business meeting of the Chapter. The term of duty for members of Standing Committees shall extend for one year, unless otherwise specified. In event of failure of the President to make Standing Committee appointments within the specified time, chairpersons from the previous term of office will remain in their post until such appointments are made.

#### (a) Membership Committee

The Membership Committee shall be chaired by the Secretary-Treasurer, and shall be responsible for maintaining and increasing the membership of the Chapter. The Committee shall take appropriate measures to attract new members, and committee representation should come from various states and sources of employment to ensure wide-reaching contacts and interest. The chairperson shall appoint members to serve on the Committee.

#### (b) Program Committee

The Program Committee shall be responsible for the physical and technical arrangements for chapter meetings and shall consist of members in good standing residing in or near the place of meeting. The Program Committee shall be responsible for technical paper sessions, tours of interest, and any auxiliary meetings connected with the Chapter meeting. The President -Elect shall serve ex officio, and shall appoint members to serve on the Committee.

#### (c) Nominations Committee

The Nominations Committee shall be responsible for soliciting and recommending the names of candidates for elected offices and for assembling their resumes and a sample ballot.

#### (d) Archives Committee

The Archives Committee shall be responsible for maintaining a Chapter record of all meetings and affairs and other pertinent activities of the Chapter. The Committee chairperson shall make a written report to the President annually of information and data in the Chapter Archives. The President shall appoint a chairperson and the chairperson shall appoint members to serve on the Committee.

#### (e) Bylaws and Standing Rules Committee

The Bylaws and Standing Rules Committee shall receive from the President all recommended and petitioned bylaw or rule changes, and incorporate them into a draft for submission at the next business meeting for vote. The Committee shall be responsible for identifying needed changes and shortcomings in the Bylaws and Standing Rules of the Chapter, and reporting them to the President. The Committee shall furnish a corrected set of Bylaws and Standing Rules to the Secretary-Treasurer after changes are voted upon by the membership. The President shall

appoint a chairperson and the chairperson shall appoint members to serve on the committee. The chairperson or his/her designee shall also serve as parliamentarian at all Chapter business sessions.

#### (g) Special Issues Committee

The Special Issues Committee shall be responsible for receiving information and notices concerning regional wetlands and other issues from the pertinent public, local, state, and federal agencies and other organizations and the reviewing of same. Upon recommendations for action from the Committee, the chairperson shall draft a resolution or technical letter concerning a subject wetland issue to be reviewed by the President, and at his/her discretion, the Executive Board. The letter or technical resolution concerning special issues recommended by the Committee shall be approved by the Executive Board. The President shall appoint a chairperson and the chairperson shall appoint members to serve on the Committee.

#### Section 8. Special Committees

At the President's discretion and at the recommendation of the Chapter membership at annual meetings, the President shall appoint special committees as necessary for conduct of Chapter business. Committees will cease to function upon completion of their assigned task(s).

#### Section 9. Order of Business

The agenda for a Chapter business meeting shall include, but shall not necessarily be limited to, the following items:

- (a) Call to order by the President
- (b) Address of the President
- (c) Determination of a Quorum by the Secretary-Treasurer
- (d) Introduction of guests and visitors
- (e) Reading of the minutes and financial report by the Secretary-Treasurer
- (f) Reports of the chairpersons of Standing Committees
- (g) Reports of the chairpersons of Special Committees
- (h) Other old business
- (i) Installation of newly elected officers
- (j) New business
- (k) Adjournment

#### Section 10. Rules of Order

The Chapter shall adopt Robert's Rules of Order for conduct of business meetings. The chairperson of the Bylaws and Standing Rules Committee shall function as a parliamentarian at business sessions.

## STANDING RULES of CHINA CHAPTER of SWS (May 2017, updated September 2023)

The following rules are established to assist in conducting the business of the CHINA Chapter.

#### Section 1. Duties of the Chair

The Chair shall have the following responsibilities:

- a. Conduct the general business of the CHINA Chapter.
- b. Make appointments authorized in the Standing Rules.
- c. Establish special committees required for the business of the CHINA Chapter.
- d. If possible, attend the Annual Meeting of the international Society of Wetland Scientists, and the Mid-year Board Meeting (usually a conference call) of the Society, as well as, participate in other Society meetings as appropriate, or appoint another Board Member or Chapter member to attend the meeting.
- e. Exercise such other responsibilities determined from time to time by action of the CHINA Chapter or its Board of Directors.
- f. Prepare and submit Chapter Reports, as directed by international SWS<sup>1</sup>.

#### Section 2. Duties of the Co-Vice Chair(s)

The Chair shall have the following responsibilities:

- a. Assist the Chair and perform the duties of the Chair when that officer is absent or unable to act.
- b. Serve as Parliamentarian at meetings when the Immediate Past Chair is not available.
- c. Act as Archives Liaison to international Society of Wetland Scientists staff, ensuring that appropriate CHINA Chapter documents are archived.

<sup>&</sup>lt;sup>1</sup> Typically, this occurs twice per year, and includes coordinating with other Board members and Committee Chairs. Reports are generally due prior to international SWS Full Board meetings. Chapter Reports discuss Chapter activities and how the Chapter activities are aligning with the international SWS Strategic Plan.

#### Section 3. Duties of the Secretary General

The Secretary General shall have the following responsibilities:

- a. Record minutes of the annual meeting of the CHINA Chapter and all called meetings of the Board of Directors. Distribute minutes to Board members; minutes shall be made available on the CHINA Chapter page of the international SWS website (www.sws.org).
- b. Request updated mailing list of Chapter members from international SWS. Provide copies of membership lists to Board of Directors when requested to do so.
- c. Certify eligibility of voting members.
- d. Direct all correspondence received to the appropriate board member as needed.
- e. Prepare and mail correspondence at the direction of the Executive Board members.
- f. Maintain a file of correspondence and records of the CHINA Chapter business.
- g. Maintain and update copies of the Bylaws and Standing Rules; make updated copies available on the website.
- h. Prepare semi-annual reports of membership status.
- i. Keep a digital roster of the members in good standing.
- j. Serve as the Chairperson of the Membership Committee.
- k. Serve as back up signatory to the Treasurer on CHINA Chapter financial accounts.

#### Section 4. Duties of the Deputy Secretary General

The Secretary General shall have the following responsibilities:

a. Assist the Secretary General and perform the duties of the Chair when that officer is absent or unable to act.

#### Section 5. Duties of the Treasurer

The Treasurer shall have the following responsibilities:

- a. Administer the financial resources of the CHINA Chapter in accordance with all applicable laws and requirements set by the international SWS, local, state or federal governments.
- b. Pay all bills of the CHINA Chapter as authorized by the Chair or the Board of Directors.
- c. Prepare annual budgets and/or statements as necessary, and present at the annual meeting of the CHINA Chapter and provide budget to

#### Section 6. Duties of the Immediate Past Chair

The Immediate Past Chair shall have the following responsibilities:

- a. Act as Chair for both the Nominating Committee and Bylaws and Standing Rules Committee.
- b. Perform the duties of Chair if both the Chair and Vice-Chair are unable to act.
- c. Serve as Parliamentarian at meetings.
- d. The Immediate Past Chair shall remain as a voting member of the Board.

#### Section 7. Salaries, Expenses, and Authority to Commit Funds

- a. Officers and Directors of the CHINA Chapter shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.
- b. The Board of Directors should review and authorize any single expenditure that has financial consequences for the chapter in amounts greater than \$500 USD.
- c. If China Chapter finances allow, and if China Chapter Board of Directors approves, travel expenses (transportation, lodging, meeting registration) for the Chair of the China Chapter may be provided by the China Chapter in order to allow the Chair to attend international SWS Annual Meetings.

#### Section 8. Dues and Fees

- a. Dues for membership in the CHINA Chapter will be paid to the international SWS, and will be transferred to the CHINA Chapter as per the standing rules of the international SWS. The CHINA Chapter will not assess any dues and fees in addition to those assessed by SWS.
- b. The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the CHINA Chapter of the Society of Wetland Scientists.

#### **Section 9. Standing Committees**

Standing committees shall assist the Chair and the Board of Directors in the conduct of the affairs of the CHINA Chapter. The Chairperson of each standing

committee shall report at the CHINA Chapter annual meeting, and shall provide a written report to the Chapter Chair and Archives Liaison (Chapter Vice Chair). The Chairs of the Standing Committees also shall provide any additional useful information or documents to the Archives Liaison.

- a. Nominating Committee: The Committee shall be responsible for recommending the names of candidates for elected offices and assembling their resumes for distribution to members of the CHINA Chapter. The Immediate Past Chair shall serve as Chairperson; if the Immediate Past Chair is not available, the Chair shall appoint a member in good standing, preferably one who has served as an officer of the Society of Wetland Scientists (CHINA Chapter or international).
  - 1. Preliminary nominations for officers are to be solicited from the membership through the Immediate Past Chair.
  - 2. The Committee will consist of the Immediate Past Chair and two designees. Designees are to be selected by the Chair, with the intent to maximize geographic diversity. The term of duty for members of the Nominating Committee shall extend from their appointment for a period of two years. The terms of duty for the two designates shall be staggered, whenever possible, to provide continuity to the Committee over time.
  - 3. The list of preliminary nominations will be passed to the Committee, which will prepare a final slate of candidates.
- b. Bylaws and Standing Rules Committee: This committee shall consist of the Immediate Past Chair (Chairperson), the Chair, and the Vice-Chair, and serves as the CHINA Chapter's official authority regarding all matters pertaining to the organization's bylaws and standing rules. This committee is responsible for insuring that the bylaws and standing rules are accurately maintained and updated. If the Immediate Past Chair is not available, the Chair shall appoint a member in good standing, preferably one who has served as an officer of the Society of Wetland Scientists (CHINA Chapter or international).
- c. **Communications/Publicity Committee:** The Committee shall be responsible for disseminating information regarding Chapter activities and wetland issues relevant to the CHINA Chapter. The Committee

will collaborate with the Membership Committee in order to increase the membership of the CHINA Chapter. This Committee shall work collaboratively with the Education Committee and the Annual Meeting Committee to publicize and communicate about Chapter events and activities. Primary duties of this committee include updates to the chapter website, maintenance of social media, and publication of the CHINA chapter newsletter. Subcommittees may be formed within this committee.

- d. Education Committee: The Committee shall be responsible for developing a program of events, field trips, workshops, lectures that will enhance the value of CHINA Chapter membership. This Committee will collaborate with the Communication/Publicity Committee on the publication of announcements of the activities referenced above. They will also collaborate with the Membership Committee to use education events to promote membership. The Education Committee will work with SWS student chapters and wetland programs at universities in CHINA to promote interest in wetlands and SWS student membership among students.
  Subcommittees may be formed within this committee.
- e. CHINA Chapter Annual Meeting Committee: The Committee shall be responsible for developing the theme, programming and venue for the Chapter Annual Meeting, and shall work collaboratively with international SWS staff to coordinate logistical arrangements (registration, publicity, etc.). This Committee shall work collaboratively with the Communication/Publicity Committee and SWS staff to publicize the Chapter Annual Meeting. Subcommittees may be formed within this committee.
- f. Awards and Grants Committee: This committee shall be responsible for developing and implementing a CHINA Chapter awards program recognizing various categories of outstanding individual and organizational contributions to furthering the objectives of the CHINA Chapter or advancing wetland science of relevance to CHINA Chapter issues and wetlands. This committee will also work to develop and implement research and restoration grants for members in good standing, in order to promote the objectives of

the Chapter. Student applications should be solicited actively and should be prioritized in the selection process.

g. Membership Committee: This committee shall be responsible for recruiting new members to the CHINA Chapter of the Society of Wetland Scientists, and will collaborate with the Communication / Publicity Committee and Education Committee.

#### **Section 10.** Special Committees

Special Committees, and their Chairs, composed of CHINA Chapter members in good standing, may be appointed by the Chair in consultation with the Board of Directors at any time for a period of two (2) calendar years from the date of appointment, unless re-authorized by the vote of the Board. Special Committees are appointed to assist the Chair and the Board of Directors with developing information, services, or programs which are generally short term, and of a non-recurring nature. The Chairs of the Committees shall report to the Board of Directors and the membership at the Annual Business Meeting, and shall provide a written report to the Chapter Chair and Archives Liaison (Chapter Vice Chair). The Chairs of the special committees also shall provide any additional useful documentation to the Archives Liaison.

#### Section 11. Order of Business

The agenda for a business session for an Annual Meeting of the CHINA Chapter shall include, but shall not necessarily be limited to, the following items:

- a. Call to order by the Chair
- b. Address of the Chair
- c. Determination of a quorum
- d. Introduction of guests and visitors
- e. Reading and approval of the minutes
- f. Reading and approval of the Treasurer's Report
- g. Reports of Standing Committees
- h. Reports of Special Committees
- i. Other old business
- j. Installation of newly elected officers, if applicable
- k. New business
- I. Adjournment

#### Section 12. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the CHINA Chapter will be available from the Bylaws and Standing Rules Committee upon request of any CHINA Chapter member and shall be made available on the international Society of Wetland Scientists CHINA Chapter website page.

#### **Section 13. Rules of Order**

The CHINA Chapter will adopt Robert's Rules of Order. The Immediate Past Chair or, if the Immediate Past Chair is unavailable, the Vice Chair will serve as Parliamentarian at meetings.

#### **Section 14: Chapter Boundaries**

Pursuant to the SWS Standing Rules Section 17, the CHINA Chapter boundaries are designated in People's Republic of China's boundaries. Following the SWS Standing Rules Section 14, SWS members residing in geographical areas outside that of the CHINA Chapter, but with professional interests in the geographical area covered by the CHINA Chapter, can also elect to be part of the CHINA Chapter.



# Society of Wetland Scientists Europe Chapter

#### **BYLAWS AND STANDING RULES**

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#### **ARTICLE I: Names and Objectives**

- The name of the group shall be the EUROPE CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the SWS Europe. The SOCIETY OF WETLAND SCIENTISTS in general will be referred to as the SWS.
- 2. The principal office for the transaction of the business of the SWS Europe is hereby located at the address of the current President. The SWS Europe by resolution of its Board of Directors may change the location of its principal office address and bank account to any other place within Europe. Whenever this location changes, the new location will be announced on the Society of Wetland Scientist website.
- 3. The objectives are as follows:
  - a. The general purposes of the SWS Europe are to operate solely and exclusively as a non-profit and educational organization to foster conservation, restoration, and understanding of wetlands.
  - b. Advance public education and enlightenment concerning Europe's wetland resources.
  - c. Provide an independent forum for an interchange of ideas and data developed within wetland science in Europe.
  - d. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research in Europe.
  - e. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice with a focus on European wetlands and issues.
  - f. Encourage the knowledgeable management of wetland resources of Europe.
  - g. Promote formal partnerships between SWS Europe and other wetland organizations to promote international coordination and collaboration.
  - h. For the administration of the affairs and the attainment its objectives, the SWS Europe shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the SWS Europe is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.
  - i. Notwithstanding anything herein to the contrary, the SWS Europe shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent the SWS from obtaining exemption from United States of America Federal income taxation as a corporation as described in Section 501 (c) (3) of the Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

#### **ARTICLE II: Membership**

- 1. Membership in the SWS Europe will be the same as for the SWS as follows:
  - a. Active Members: Persons involved in the study, management, or regulation of wetlands; and in any other appropriate wetland activity, including research and educational endeavours.
  - b. Student Members: Persons involved in full-time academic training toward any appropriate wetland endeavour.
  - c. Institutional/Corporate Members: Any institution, government agency or corporate organization with interest in the SWS and the furtherance of its objectives may become an Institutional/Corporate member, but shall not be eligible to vote.
  - d. Family Members: Two members of a family may be SWS members with full, active member privileges, but shall receive a limited set of publications (usually only one copy per issue of the SWS's journal, Wetlands).
  - e. Lifetime Members: Members joining for the rest of their lives will receive full active members privileges.
  - f. Emeritus Members: An individual who has retired and who is at least 65 years old with 10 years membership in the Society may become an emeritus member.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.
- 3. Members joining during the period ending on December 31, 2005 shall be considered as a Founder Member SWS Europe.

#### **ARTICLE III: Officers and Board of Directors**

- 1. The Officers of the SWS Europe shall be President, Secretary, Treasurer, Communication, Outreach, Student Representative and President Elect who are elected by the members; and the Immediate Past President. These eight officers constitute the Board of Directors of the SWS Europe who shall have the authority to meet in closed session.
- 2. Only Active Members in good standing shall be eligible for nomination for an elected office.
- 3. Terms
  - a. The President shall serve in office for a period of three years or until the next SWS Europe annual meeting of the three year period, and upon the termination of that office shall become immediate Past President for one year. The President can continue for subsequent terms if confirmed by a vote by the membership. The President shall serve as a delegate to the SWS Board, or if not available, nominate another SWS Europe Board of Directors member to attend.

- b. The Secretary and Treasurer, shall serve for a period of three years or until the next SWS Europe annual meeting of the three year period. The Secretary and Treasurer will be elected one year prior to termination of the term of a standing Secretary and Treasurer. Secretary and Treasurer positions can continue for subsequent terms if confirmed by a vote by the membership.
- c. The President Elect shall automatically be nominated for President for the year following their one year term as President Elect.
- d. The Communication, Outreach and Student Directors shall serve for a period of two years or until the next SWS Europe annual meeting of the two year period. The Communication, Outreach or Student Directors will be elected one year prior to termination of the term of a standing Communication, Outreach or Student Director.
- e. In the event of cancellation of an annual meeting, the officers of the SWS Europe and the members of any standing or special committee shall continue to serve and be responsible for the Bylaws until new elections and an annual meeting are held.
- f. If an officer cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until the next election.
- g. The Board of Directors shall consist of the Officers. Any number of Directors attending a called meeting of the Board of Directors constitutes a quorum. The Board of Directors is authorized to conduct business and hold meetings at its discretion. The Board of Directors may conduct business or hold meetings electronically or using conference telephone equipment or any other technology that allows everyone to exchange ideas.

#### **ARTICLE IV: Meeting and Voting**

- 1. The SWS Europe shall meet once a year at a place to be determined by the Board of Directors.
- 2. After notifying all of the members, the Board of Directors may cancel an annual meeting or change the place of an annual meeting or order a Special Meeting. If a meeting is cancelled, the Board of Directors shall schedule the next annual meeting.
- 3. A quorum for the transaction of official business at a SWS Europe meeting shall consist of any number of voting members present.
- 4. A motion to amend the Bylaws or to establish or dissolve the SWS Europe shall require a two-thirds majority of those voting. Voting will be conducted either electronically or by mail.
- 5. The Secretary shall certify the voting eligibility of members. Only those who are both Active Members of the Society of Wetland Scientists and members of the SWS Europe in good standing shall be eligible to vote.
- 6. A summary of all business conducted at a SWS Europe meeting will be distributed to SWS Europe members.

#### **ARTICLE V: Adoption of Standing Rules**

- 1. The Board of Directors is authorized to adopt and amend Standing Rules necessary for conduct of SWS Europe business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to SWS Europe finances.
  - b. Prescribed duties of SWS Europe officers.
  - Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the SWS Europe.
  - d. Authorization for the specified publications of the SWS Europe for the furtherance of its objectives.

#### **ARTICLE VI: Amendment of Bylaws**

The Bylaws may be amended by a two-thirds vote of the members in good standing who attend an annual meeting and vote on the amendment. Voting may be conducted via electronic mail, phone, fax, postal mail, or any other effective and suitable means of communication. Proposals for amendments may be generated in the following ways:

- a. Recommendation of a majority of the voting members of the Board of Directors.
- b. Petitions signed by not fewer than twenty members in good standing or 10% of the SWS Europe membership eligible to vote whichever is fewer, and presented to the President at the annual meeting.

#### **ARTICLE VII: SWS Europe Representation**

1. Member of the SWS Europe will not represent the SWS Europe without the prior approval of the Board of Directors.

#### **STANDING RULES**

#### **Section 1. Duties of the President**

- a. The President shall be responsible for the business of the SWS Europe.
- b. Make appointments authorized in the Standing Rules.
- c. Establish special committees required for the business of the SWS Europe.
- d. Act as delegate to SWS Board and represent the SWS Europe during the SWS Board of Directors meetings including the SWS annual meeting when the President or Executive Vice President is absent or unable to act as a member of the SWS Board.
- e. Serves as a liaison between the SWS Europe and other SWS chapters.
- f. And, serves as a liaison between the SWS Europe and the SWS in pursuing the establishment of new SWS chapters globally. The duties of the Delegate to SWS Board shall be performed in consultation with the SWS Europe Board of Directors.
- g. And exercise such other responsibilities determined from time to time by action of the SWS Europe or its Board of Directors.

#### Section 2. Duties of the Secretary

- a. Record and read minutes of the annual meeting of the SWS Europe and all called meetings of the Board of Directors. Distribute minutes to Board members and webmaster; minutes shall be made available on the SWS website.
- b. Certify eligibility of members prior to any vote.
- c. Prepare and mail correspondence at the direction of Executive Board.
- d. Maintain a file of correspondence and records of SWS Europe business.
- e. Maintain and update copies of the Bylaws and Standing Rules.
- f. Serve as membership data base manager.
- g. Prepare and disburse information pertinent to increasing membership.
- h. To organize at least quarterly SWS Europe Board of Directors meetings.
- i. To organize at least every six months a meeting of SWS Europe Board of Directors with other wetland organisations in Europe and the SWS Europe student societies.
- j. To maintain records of MoUs and MoCs with other organisations and to notify the Board of Directors 6 months ahead of when their terms are about to expire.

#### **Section 3. Duties of the Treasurer**

- a. Administer the financial resources of the SWS Europe including monitoring and disbursement from the Europe Chapter Bank Account.
- b. Pay all bills of the SWS Europe as authorized by the President or the Board of Directors.
- c. Prepare an annual budget in cooperation with the Board of Directors and present it at the annual meeting of the SWS.
- d. Prepare an annual meeting budget in cooperation with the meeting organisers.
- e. Submit financial information to SWS as required.

#### **Section 4. Duties of the Communication Director**

- a. Prepare and distribute a quarterly e-newsletter to members.
- b. Maintain a SWS Europe social media presence.
- c. Develop other communication materials and campaigns, in coordination with other members of the Board of Directors, as required.

#### **Section 5. Duties of the Outreach Director**

- a. In coordination with other members of the Board of Directors identify individuals and organisations to host the SWS Europe annual meeting.
- b. Provide the main point of contact for host individuals and organisations for the coordination of the annual meeting.
- c. Assist, with other Board of Directors Members, in the organization and running of the annual meeting.
- d. To organize, with the other Board of Directors members, an annual one day online meeting in the winter for SWS Europe Members and particularly students to present their research.
- e. To organize other meetings, field trips etc., in coordination with the other Board of Directors Members, as required.

f. To develop and maintain links with other wetland organisations in Europe such as WETPOL, Constructed Wetland Association and the Mediterranean Alliance for Wetlands.

#### **Section 6. Duties of the Student Director**

- a. Represents student members on the Board of Directors.
- b. Supports the establishment of Student Societies in Europe.
- c. Provides the main point of contact for existing Student Societies in Europe such as Bangor University Wetland Society and University of Toulouse Student Wetland Society (Occitane Wetlands).
- d. Organises student outreach and communication, as required.

#### **Section 7. Duties of the President Elect**

- a. Supports the President in their duties.
- b. Sits on the Board of Directors and supports the functions of the Board.

#### **Section 8. Duties of the Past President**

- a. Supports the President in their duties.
- b. Sits on the Board of Directors and supports the functions of the Board.

#### Section 9. Salaries and Expenses

- a. Officers and Directors of the SWS Europe shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.
- b. Travel expenses to attend Board meetings may be authorized by the Board of Directors as requested on a case by case basis.

#### **Section 10. Dues and Fees**

- a. Dues for membership in the SWS Europe will be paid to the Society of Wetland Scientists, and will be transferred to the SWS Europe as per the standing rules of SWS.
- b. The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the SWS Europe of The Society of Wetland Scientists.

#### **Section 11. Standing Committees**

The President in consultation with the Board of Directors shall appoint standing Committees, composed of SWS Europe members in good standing. Standing committees shall assist the President and Board of Directors in the conduct of the affairs of the SWS Europe. The Chairperson of each standing committee shall report at the annual meeting of the SWS Europe. The term of duty for members of standing committees shall extend from their appointment to the end of the following annual meeting, unless otherwise specified.

#### **Section 12. Special Committees**

Special Committees are appointed to assist the President and the Board of Directors with developing information, services, or programs that are generally short term and of a non-recurring nature. The Committee(s) shall report to the Board of Directors and the membership at the Annual Business Meeting. Special Committees, composed of SWS Europe members in good standing, shall be appointed by the President in consultation with the Board of Directors at any time for a period of 2 calendar years from the date of appointment unless reauthorize by the vote of the Board.

#### **Section 13. Order of Business**

The agenda for a business session for an annual meeting of the SWS Europe shall include, but shall not necessarily be limited to, the following items:

- a. Call to order by the President
- b. Remarks by the President
- c. Determination of a quorum
- d. Introduction of guests and visitor
- e. President's report
- f. Reading of minutes and Secretary's report
- g. Treasurer's report
- h. Reports of Special Committees
- i. Other old business
- j. Installation of newly elected officers
- k. New business
- 1. Adjournment

#### Section 14. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the SWS Europe will be available from the Bylaws and Standing Rules Committee upon request of any SWS Europe member and shall be made available on the Society of Wetland Scientists website as well.

#### **Section 15. Dissolution of the SWS Europe**

Upon dissolution of the SWS Europe, its Executive Board shall transfer all assets, accrued income, and other properties to the Society of Wetlands Scientists parent organization with a request that said assets be held for a period of not more than five years from the date of dissolution of the SWS Europe, for distribution to another Chapter that may be established in approximately the same geographic area within the said five-year period. If another Chapter is not established in the said area and period of time, the Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties to a European charitable organization in accordance with SWS bylaws. A motion to dissolve the SWS Europe, upon the recommendation of the SWS Board of Directors, shall require a two-thirds majority of those voting. Voting will be conducted either electronically or by mail.

#### INTERNATIONAL CHAPTER

#### **BYLAWS**

#### ARTICLE I Names and Objectives

- 1. The name of the group shall be the INTERNATIONAL CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the International Chapter. The SOCIETY OF WETLAND SCIENTISTS in general will be referred to as SWS. Currently, the International Chapter represents members of SWS from Latin America and the Caribbean, Africa, and other regions with no specific chapters.
- 2. The SWS Business Management team shall transmit all relevant International Chapter information and communications to the Chapter Chair(s), as necessary. The current International Chapter Co-Chairs are: Dr Tatiana Lobato de Magalhães, Email: <a href="mailto:tatilobato@gmail.com">tatilobato@gmail.com</a> (Latin America and the Caribbean); and Dr Alanna Rebelo, Email: <a href="mailto:RebeloA@arc.agric.za">RebeloA@arc.agric.za</a> (Africa).
- 3. The objectives of the International Chapter are as follows:
  - Establish new SWS Chapters outside of the United States and Canada. The International Chapter's intent is to dissolve pursuant to Article VII, as soon as SWS Chapters are formed in several regions of the world and an International Chapter is no longer deemed necessary by the SWS Board of Directors.

ii.

iii. Promote formal partnerships between SWS and other wetland organizations to promote international coordination and collaboration.

iv.

v. Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.

vi.

vii. Advance public education and enlightenment concerning wetland resources.

viii.

ix. Provide an independent forum for an interchange of ideas and data developed within wetland science.

х.

xi. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.

xii.

xiii. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice.

xiv.

- xv. Encourage the knowledgeable management of wetland resources.
- 4. For the administration of the affairs and the attainment of its objectives, the International Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the International Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.
- 5. Notwithstanding anything herein to the contrary, the International Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent SWS from obtaining exemption from Federal income taxation as a corporation as described in Section 501 (c) (3) of the U.S. Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

## ARTICLE II Membership

- 1. International Chapter membership is possible regardless of the geographical location of the member. Membership in the International Chapter will be the same as for SWS, as described by the SWS Bylaws, Article II (1).
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

## ARTICLE III Officers

1. The Officers of the International Chapter shall be one Chapter Chair or two Co-Chairs that are representing different geographic locations within the International Chapter (e.g. currently, the Chairs represent South America and Africa). In the event those entities establish separate regional Chapters, new Chairs of the International Chapter will be elected. The International Chapter Chair(s) shall serve a 3-year term, which can be renewed upon re-election. If there are two Chairs, their elections should, ideally, be staggered. The term begins and ends at the Annual Meeting of SWS.

- 2. Each Chapter Chair may appoint a Secretary, Treasurer and other committee members as required (for each Chair) to help in conducting the business of the International Chapter.
- 3. The Board of Directors for the International Chapter shall consist of the Chair(s) and the Secretary/Treasurer(s) who is authorized to conduct business and hold meetings at its discretion. All members of the Board of Directors shall be members in good standing.

#### **ARTICLE IV**

#### Adoption of Standing Rules

- 1. The Board of Directors of the International Chapter is authorized to adopt and amend Standing Rules necessary to conduct business of the Chapter.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to International Chapter finances.
  - b. Prescribed duties of the Chapter officers.

# ARTICLE V Amendment of Bylaws

- 1. Bylaws may be amended by a two-thirds vote of the International Chapter members who vote on the amendment. Voting may be conducted via electronic mail, phone, fax, postal mail, or any other effective and suitable means of communication. Proposals for amendments may be generated in the following ways:
  - a. Recommendation by the International Chapter Board of Directors, or
  - b. Petitions signed by not fewer than ten International Chapter members in good standing and presented to the Chair(s) of the International Chapter.

## ARTICLE VI Society Representation

1. Members of the International Chapter will not represent the International Chapter without the prior approval of the Officers.

ARTICLE VII
Dissolution of the International Chapter

1. Pursuant to the SWS Bylaws Article VII, the International Chapter can be dissolved by two-thirds vote of the SWS membership at any annual meeting upon the recommendation of the SWS Board of Directors.

## INTERNATIONAL CHAPTER STANDING RULES

#### Section 1. Duties of the Chair(s)

The Chair(s) of the International Chapter shall be responsible for:

- a. Conducting the business of the International Chapter;
- b. Serving as a voting member of the SWS Board of Directors;
- c. Making appointments authorized in the Standing Rules;
- d. Establishing special committees required for the business of the Chapter, and appointing Chairs of these special committees when necessary;
- e. Preparing and mailing correspondence to pursue attainment of International Chapter objectives;
- f. Preparing and disseminating information pertinent to International Chapter members;
- g. Ensuring that bylaws and standing rules are accurately maintained and updated;
- h. Managing the financial resources of the International Chapter; and
- i. Engaging in other activities to advance the objectives of the International Chapter.

#### Section 2. Duties of the Secretary (if so appointed)

- a. Preparing and distributing minutes of International Chapter Board Meetings;
- b. Ensuring that International Chapter bylaws and standing rules are accurately maintained and updated;
- c. If there is no Treasurer, then taking on the roles of the Treasurer, and
- d.
- e. Engaging in other activities to advance the objectives of the International Chapter.

#### Section 3. Duties of the Treasurer (if so appointed)

- a. Administering the financial resources of the International Chapter;
- b. Paying International Chapter bills as authorized by the Chapter Chairs and communicating with the SWS Business Office concerning Chapter finances and budgets; and
- c. Engaging in other activities to advance the objectives of the International Chapter.

#### **Section 4. Salaries and Expenses**

- a. International Chapter members and Officers shall not receive any salary or clerical or other expenses unless approved by the Chairs in advance.
- b. Travel expenses for Chapter Chair(s), or their designee(s) to attend SWS meetings, and regional or international meetings to promote the SWS, in the absence of a Treasurer, may be authorized by a majority vote of the members of the International Chapter who vote on the authorization.

#### **Section 5 Dues and Fees**

a. The International Chapter will not assess any dues and fees in addition to those assessed by SWS.

#### **Section 6. Special Committees**

Special Committees are appointed to assist the Chair(s) with developing information, services, or programs. The Committee(s) shall report to the Officers and the membership, as directed by the Officers. Special Committees, composed of International Chapter members in good standing, shall be appointed by the Chair(s) in consultation with the Officers at any time for a period of 3 calendar years from the date of appointment unless reauthorized by the Officers.

#### **Section 7: Chapter Boundaries**

Pursuant to the SWS Standing Rules Section 14, the International Chapter boundaries are all countries exclusive of those represented by other existing regional chapters. However, following the SWS Standing Rules Section 14, SWS members residing in geographical areas outside that of the International Chapter, but with professional interests in the geographical area covered by the International Chapter, can also elect to be part of the International Chapter.

Last revised 9 Jun 2022

#### Chapter By-Laws

## By-Laws Society of Wetland Scientists (SWS) Mid-Atlantic Chapter

New York, New Jersey, Pennsylvania, Delaware, Maryland and the District of Columbia June 25, 2009

#### ARTICLE 1. NAME AND PURPOSE

The official name of this chapter shall be the MID-ATLANTIC CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS. The objectives of the Chapter shall be to encourage communication of wetlands issues and research activities in the Mid-Atlantic region (New York, New Jersey, Pennsylvania, Delaware, Maryland, and the District of Columbia), and to sponsor meetings and other activities which foster interaction of wetland scientists and managers in the region. The Chapter shall be governed in all of its operation by the constitution and bylaws of the SWS. The Chapter shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful activities for the fostering, advancing, or accomplishing of Chapter affairs and objectives, and to aid and assist other organizations whose objectives may further foster, advance or accomplish Chapter objectives. The Chapter shall not have nor exercise any power, nor directly or indirectly engage in any activity, that would cause the SWS to lose its exempt status from Federal income taxation as a corporation as described in Section 501 (c) (3) of the Internal Revenue Code of 1954 and its regulations, as the same now exist or as they may be amended in the future.

#### **ARTICLE 2. MEMBERSHIP**

Any member in good standing of the SWS who resides, has business or other interest within the Chapter's region is considered an active member of the Chapter. Herein, a "member in good standing" means a member whose dues are paid.

#### ARTICLE 3. GOVERNANCE

The elected officers of the Chapter shall be a President, President-elect, and Treasurer. These officers, plus the immediate Past President, constitute the Executive Committee and are authorized to act on behalf of the Chapter during intervals between SWS International Annual meetings. The terms of office shall be one (2) years for the President-elect, President and Past President, and three years for the Treasurer who is elected every third year. The President-elect shall automatically become President for the 2 years following his or her term. A new President-elect will be elected every 2 years with the incumbent President-elect assuming the position of the President and the President assuming the position of the Past-President. Terms of all elected officers will commence and terminate at the SWS International Annual Meeting. At the SWS International Annual Meeting, the outgoing President or their designee shall attend the old board meeting and the incoming President or their designee shall attend the new board meeting. Nominations for office shall be solicited by the President and new officers shall be elected by a majority vote of members in good standing, conducted prior to the next SWS International Annual Meeting. Only active members in good standing shall be eligible for nomination for an elected office. Election shall be by electronic mail. The President-elect shall certify the voting status of members and the results of the elections.

No member of the Chapter will represent the Chapter without prior approval of the Executive Committee, nor represent the SWS without prior approval of the Society's Board of Directors.

#### **ARTICLE 4. MEETINGS**

The Chapter shall hold its annual business meeting at the International Annual meeting of the SWS, and the members present shall constitute a quorum for transaction of official business. The Chapter shall also meet mid-year and may organize Chapter meetings at other times and places as appropriate.

#### ARTICLE 5. STANDING RULES

The Executive Committee is authorized to adopt and amend Standing Rules for conduct of The Executive Committee is authorized to adopt and amend Standing Rules for conduct of Chapter business, as necessary, by majority vote. Standing rules shall include, but not be limited to, matters pertaining to Chapter finances, duties of Chapter officers, provisions for establishment of standing committees or special committees, and authorization of Chapter publications.

#### ARTICLE 6. VOTING PROCEDURE

With the exception of the Past President, all Executive Committee members have voting rights on issues that pertain to Chapter business. Any Executive Committee member may motion for a vote by e-mail to the other Executive Committee members. The other Executive Committee members must respond by e-mail for or against the resolution within seven (7) calendar days of the motion. If any of the other Executive Members do not exercise their voting right, the motion will move forward without their vote. In the event of a tie or no response by the other two Executive Committee members, the Past President will be asked to vote on the issue and have seven (7) days to respond.

#### ARTICLE 7. AMENDMENT OF BYLAWS

The Chapter bylaws may be amended by a two-thirds vote of the members in good standing either attending the annual business meeting of the Chapter (which is held at the SWS International Annual meeting) or voting via the internet, provided that notice of the proposed amendment has been provided to the members at least 30 days prior to the date of the meeting.

## **Chapter Standing Rules**

Standing Rules
Mid-Atlantic Chapter
of the Society of Wetland Scientists
May 15, 2009

**Section 1. Duties of the President.** The President shall preside at the business meeting of the Chapter, shall authorize expenditures of Chapter funds, and shall promote the interests of the Chapter in every reasonable way. The President shall represent the Chapter on the Board of Directors of the SWS and shall appoint standing or special committees as required to promote the interest of the Chapter. The President shall serve as the Program Chair and shall plan and arrange Chapter programs and activities. The President shall be responsible for producing the Chapter newsletters.

**Section 2. Duties of the Vice-President.** The Vice-President shall assist the President and shall perform the duties of the President whenever that person is unable to act. The Vice-President shall maintain and update copies of the Chapter bylaws and standing rules and hold Chapter elections.

**Section 3. Duties of the Treasurer.** The Treasurer shall maintain files and records of Chapter business, maintain financial ledgers and accounts of the Chapter, and process requests for payment.

**Section 4. Salaries and Expenses.** Officers or committee-persons of the Chapter shall not receive any salary from SWS; neither shall they receive any clerical or other expenses unless approved in advance by the Executive Committee. If necessary to ensure Chapter representation, the Executive Committee may approve limited travel expenses to the SWS annual meeting and mid-year SWS business meeting for the President or his/her designee.

**Section 5. Newsletter.** A Chapter newsletter in the form of e-mail shall be prepared and distributed quarterly by the President, which will include reports of business from meetings of the SWS, solicitation of nominations for officers, announcements of meetings and elections, and other items of interest to members.

**Section 6. Standing Committees.** Standing committees, composed of members in good standing, shall be appointed by the President and shall assist in the conduct of affairs of the Chapter. Such committees shall serve until the conclusion of the next annual business meeting of the Chapter and be reappointed at the discretion of the President. Standing committees shall report at the annual business meeting of the Chapter.

1. <u>Nominations Committee</u>. This committee will be chaired by the Past President, will include one other Chapter member, and shall be responsible for recommending candidates for elected offices. Nominations for office are to be solicited from the membership through the newsletter or other Chapter communications, as appropriate.

**Section 7. Special Committees.** Special committees may be appointed to assist the President and Executive Committee with activities or services that are generally short-term and of a non-recurring nature. Special Committees will report to the President and to the membership at the annual business meeting.

#### NEW ENGLAND CHAPTER BYLAWS

## ARTICLE I Names and Objectives

- 1. The name of the group shall be the NEW ENGLAND CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the New England Chapter.
- 2. The principal office for the transaction of the business of the New England Chapter is hereby located at the business or home office of the current President. Whenever this location changes, the new location will be announced on the international Society of Wetland Scientists, New England Chapter page at <a href="https://www.sws.org">www.sws.org</a>.
- 3. The general purposes of the New England Chapter are to:
  - a. Operate solely and exclusively as a non-profit and educational organization to foster conservation and understanding of wetland issues of particular interest to New England.
  - b. Advance public education and enlightenment concerning New England's wetland resources.
  - c. Provide an independent forum for an interchange of ideas and data focusing on wetland research, restoration and policy in New England.
  - d. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research in New England.
  - e. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice with a focus on New England wetlands and issues.
  - f. Encourage the knowledgeable management of wetland resources of New England.
- 4. For the administration of the affairs and the attainment of the objectives of the New England Chapter, as set forth in ARTICLE I, 3a through f, the New England Chapter shall have the power, either directly or indirectly, either alone or in conjunction or co-operation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the New England Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

## ARTICLE II Membership

- 1. The membership of the New England Chapter shall be open to anyone, residing, working, or having an interest in New England, who is currently registered as an Active Member, a Student Member, Institutional/Corporate Member, Family Members, or a Lifetime Member of the international Society of Wetland Scientists.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a

member whose dues to the international Society of Wetland Scientists are paid, and currently resides, works, or has an interest in New England.

## ARTICLE III Officers and Board of Directors

- 1. The Officers of the New England Chapter shall be President, Vice-President, Secretary and Treasurer who are elected by the members, and the immediate Past President. These five officers constitute the Executive Board of the New England Chapter who shall have the authority to meet in closed session.
- 2. Only those who are members of the New England Chapter in good standing shall be eligible for nomination for an elected office.
- 3. Office terms are as described below:
  - a. The President and Vice President shall serve for a term of two years. They may be re-elected for up to three consecutive terms.
  - b. The Secretary and the Treasurer shall serve for a term of two years. They may be re-elected for three consecutive terms.
  - c. If an officer cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until an election is held.
  - d. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position in excess of the term limits mentioned above.
- 4. The Board of Directors shall consist of the Executive Board, and the Chairs of any Standing Committees. Any number of Directors attending a called meeting of the Board of Directors constitutes a quorum. The Board of Directors is authorized to conduct business and hold meetings at its discretion. The Board of Directors may conduct business or hold meetings electronically or using conference telephone equipment or any other technology that allows everyone to exchange ideas.

# ARTICLE IV Meeting and Voting

- 1. The New England Chapter shall meet at least once a year during the Annual Meeting of the international Society of Wetland Scientists to discuss issues of interest to the New England Chapter.
- 2. The New England Chapter shall strive to hold a Chapter Meeting each year, which will include a business meeting, in accordance with Section 10 of the Standing Rules. After notifying all of the members, the Board of Directors may cancel a Chapter Meeting or change the meeting location. If the international SWS Annual Meeting or the Chapter Meeting is canceled, the Board of Directors may choose to schedule a Special Chapter Meeting or hold the business meeting during the international SWS Annual Meeting.

- 4. A quorum for the transaction of official business at a New England Chapter Meeting shall consist of 5% of voting members present.
- 5. Voting for officers, by-law amendments, or Chapter dissolution will be conducted either electronically or by mail and shall be announced electronically.
- 6. A summary of all business conducted at a New England Chapter Meeting will be posted on the Chapter section of the Society's website at www.sws.org.
- 7. The Secretary shall certify the voting eligibility of members. Those who are both Members of the international Society of Wetland Scientists and members of the New England Chapter in good standing shall be eligible to vote.

# **ARTICLE V Adoption of Standing Rules**

- 1. The Board of Directors is authorized to adopt and amend Standing Rules necessary for conduct of New England Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to New England Chapter finances.
  - b. Prescribed duties of New England Chapter officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the New England Chapter.
  - d. Authorization for publications of the New England Chapter for the furtherance of its objectives.

## ARTICLE VI Amendment of Bylaws

- 1. The Bylaws of the New England Chapter may be amended by majority vote of the members in good standing who voted, but not less than 5% of the members in good standing. Proposals for amendments may be generated in the following ways:
  - a. Recommendation by a majority of the Bylaws and Standing Rules Committee to the Board of Directors or
  - b. Petitions signed by not fewer than ten members in good standing or 10% of the New England Chapter membership eligible to vote, whichever is fewer, and presented to the Board of Directors and
  - c. Recommendation of a majority of the voting members of the Board of Directors.

# ARTICLE VII Dissolution of the New England Chapter

1. Dissolution for the New England Chapter shall require majority vote of the

membership.

2. Upon dissolution of the New England Chapter, its Executive Board shall transfer all assets, accrued income, a n d o t h e r p r o p e r t i e s to the international Society of Wetlands Scientists parent organization with a request that said assets be held for a period of not more than five years from the date of dissolution of the New England Chapter, for distribution to another Chapter that may be established in approximately the same geographic area within the said five-year period. If another Chapter is not established in the said area and period of time, the international Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties to a New England charitable organization in accordance with Society bylaws.

# ARTICLE VIII New England Chapter Representation

1. No member of the New England Chapter will represent the New England Chapter without the prior approval of the Board of Directors of the New England Chapter.

# BYLAWS AND STANDING RULES OF THE NORTH CENTRAL CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS

#### Last modified on June 6, 2017

# ARTICLE I Names and Objectives

1. The name of the organization shall be the NORTH CENTRAL CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Chapter and as the Society. Qualified persons residing within the states of Illinois, Indiana, Iowa, Michigan, Minnesota, Nebraska, North Dakota, Ohio, South Dakota, and Wisconsin who are also members in good standing with the Society of Wetland Scientists are eligible for Chapter membership.

## 2. The objectives are as follows:

- a. Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
- b. Provide an independent forum for an interchange of ideas and data developed within wetland science in the North Central Region (hereinafter referred to as the Region).
- c. Develop and promote wetland science as a distinct discipline within the Region.
- d. Promote and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice within the Region.
- e. Further the knowledge of wetland resources and encourage wetland protection, restoration, and stewardship within the Region.
- f. Encourage a fraternity of scientists based on shared knowledge, dedication, friendship, and mutual professionalism within the Region.
- 3. For the administration of the affairs and the attainment of the objectives of the Chapter, the Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things, and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Chapter is organized, as set forth in Article First a-e, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.
- 4. Notwithstanding anything herein to the contrary, the Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would cause the Society to lose exempt status from Federal income taxation as a corporation as described in Section 501(c)(3) of the Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time.

# ARTICLE II Membership and Election of Members

- 1. The membership of the Chapter shall be of the same classes defined in the Society Bylaws and Standing Rules.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" refers to a Chapter member within the Region who is a member of the Society in good standing, with dues paid in the current calendar year.

# ARTICLE III Officers and Board of Directors

- 1. The Officers of the Chapter shall be President, President-elect, Secretary, and Treasurer. Additionally, there shall be two Board Members and a student representative who are elected by Chapter members. The Immediate Past President and the elected officers, board members, and student representative constitute the Executive Board of the Chapter who shall have the authority to meet in closed sessions.
- 2. Only active members in good standing shall be eligible for nomination for an elected Chapter office. The student representative must also be a graduate or undergraduate student in good standing at a college or university within the Region.

3.

- a. All elected officers shall serve for a period of two years, elected board members shall serve for a period of two years, and the student representative shall serve for a period of one year.
- b. The President shall serve only one term in office and upon the termination of that term, shall immediately become the Past President and continue as a member of the Executive Board.
- c. The President-elect shall serve one term in that office and shall automatically succeed the President for one term in office.
- d. The officers, board members, and student representative of the Chapter and the members in any Standing or special Committee shall continue to serve and be responsible for the business and activities of the Chapter in accordance with the provisions of the Bylaws, or Robert's Rules of Order in the absence of specific guidelines, until new elections are held.
- e. If an officer, board member, or student representative cannot fulfill or complete the term of office to which he or she was elected, the Executive Board is authorized to appoint a replacement until an election is held at the next annual meeting.

4.

a. Society Board of Directors Meetings: The President will serve as the North Central Chapter (NCC) representative at all Society Board of Directors (BOD) Meetings. Chapter funds may be used to pay for all travel costs for the President to attend the BOD meetings

if non-Society funds are not available. If the President is not able to attend a Society BOD meeting, then the other NCC Executive Committee (EC) members will be asked to attend in the President's place. The request to represent the NCC at the BOD meeting will be offered, in this order, to the following people: President-elect, Secretary, Treasurer, Immediate Past President, Board Member-at-Large with the most time in their position, and the Board Member-at-Large with the least time in their position. If none of the people named above can attend the meeting, then a written report will be prepared by the President and distributed to the Society Board of Directors.

- b. NCC Business Meetings: When a Chapter business meeting does not occur in conjunction with the Society Annual Meeting (e.g., regional node meetings), the President will have the discretion to authorize use of Chapter funds to pay for all travel costs for one NCC EC member to attend and conduct the meeting. Selection of that person will follow the order outlined above.
- c. Other Events: Unless there is a specific and valid need for the President or another NCC EC member to attend an event and officially represent the Chapter's interests, Chapter funds may not be used to pay for travel costs of EC members attending professional events (e.g., meetings, conferences, workshops, training, field trips) or any non-professional activities.

# ARTICLE IV Meeting and Voting

- 1. The Chapter shall meet twice annually; at the site of the Society annual meeting and at a place to be determined by the Executive Board.
- 2. In the event of an emergency, the Executive Board may cancel a meeting or change the place of meeting, or order a Special Meeting. If a meeting is canceled, the Executive Board shall schedule the next meeting and a place agreed upon among the Board.
- 3. A quorum for the transaction of official business of the Chapter shall consists of at least three (3) members of the Executive Board of the Chapter along with any number of active members in good standing present.
- 4. A motion to amend the Bylaws or to establish or dissolve a Standing Committee shall require a two-thirds majority of those voting. A Special Committee may be established or dissolved at the Executive Board's discretion or upon completion of that committee's appointed task(s).
- 5. The Chapter Secretary shall certify the voting status of members and determine quorum. Any board member present may perform these functions in the Secretary's absence.

## ARTICLE V Adoption of Standing Rules

- 1. The Executive Board is authorized to adopt and amend Standing Rules necessary for conduct of Chapter business by a majority vote.
- 2. The Standing rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to Chapter finances.
  - b. Prescribed duties of Chapter officers and Board Members.
  - c. Provisions for the establishment, duties, and methods of selection of Standing Committees and other committees necessary to conduct the business of the Chapter. A Standing Committee is defined as one that is established permanently in the Bylaws as part of the basic organization of the Chapter, or by amendment of said Bylaws.

## ARTICLE VI Amendment of Bylaws

- 1. The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a Chapter business meeting. Proposals for amendments may be generated in the following ways:
  - a. Recommendation of a majority of voting members of the Executive Board.
  - b. Petitions signed by not fewer than twenty members in good standing or 10 percent of the Chapter membership eligible to vote, whichever is fewer, and presented to the President at the next business meeting.
- 2. Proposed amendments shall be submitted or petitioned at one business meeting and voted on at the next business meeting of the Chapter.

# ARTICLE VII Dissolution of the Chapter

1. If the Society is dissolved, the Chapter is also dissolved, and all Chapter net assets will be distributed to a similar not-for-profit organization. Designation of the organization(s) to receive said assets will be at the discretion of both the Chapter Executive Board and the Society Board of Directors.

# ARTICLE VIII Chapter and Society Representation

1. No member of the Society will represent the Society without prior approval of the Society Board of Directors nor represent the Chapter without prior approval of the Chapter Executive Board.

#### STANDING RULES

The following rules are established to assist in conducting the Chapter business.

#### Section 1. Duties of the President

The President shall be responsible for the business of the Chapter, make appointments authorized in the Standing Rules, establish special committees required for the business of the Chapter, and exercise such other responsibilities determined from time to time by action of the Chapter and its Executive Board. The President shall chair all meetings of the Chapter and the Executive Board, and serves as an ex-officio member of all Standing and Special Committees. The President serves as Chapter Representative to the Society and as a member of the Society Board of Directors.

#### Section 2. Duties of the President-elect

The President-elect shall succeed the President without further election. The duties of the President-elect are to assist the President and to perform the duties of the President when that officer is absent or unable to act. The President-elect shall serve as chairperson of the Program Committee

#### Section 3. Duties of the Secretary

The Secretary shall maintain a roster of Chapter members in good standing and serve as chairperson of the Membership Committee. The Secretary shall coordinate Chapter membership with the Society Secretary, and reply to or direct all correspondence pertinent to Chapter business affairs and membership. The Secretary shall maintain files and records of Chapter business, and maintain and update copies of the Chapter Bylaws and Standing Rules.

#### Section 4. Duties of the Treasurer

The Treasurer shall attend to all appropriate financial matters of the Chapter, including payment of bills, collection of Chapter dues through the Society, and any Internal Revenue Service reporting requirements.

#### Section 5. Duties of Board Members

Elected Board Members shall serve as two-year voting members of the Executive Board. Special duties of these board members are at the discretion of the President.

#### Section 6. Duties of the Immediate Past President

The Immediate Past President serves as a member of the Executive Board for two years following completion of his/her term of office. The Immediate Past President serves as chairperson of the Nominating Committee.

#### Section 7. Duties of the Student Representative

The Student Representative shall serve as a one-year voting member of the Executive Board. The Student Representative will represent needs and concerns of student members of the Chapter at Board Meetings and provide Chapter Officers and Board Members with a student perspective on proposed actions. Other special duties of the student representative are at the discretion of the President.

#### Section 8. Duties of the Newsletter Editor

A Newsletter Editor appointed by the President shall prepare and distribute a regularly-scheduled newsletter to all Chapter members with pertinent Chapter business and information, including news of individual members and notices of Chapter meetings. The Editor is authorized to solicit information from all member and Society sources.

## Section 9. Salaries and Expenses

Officers, Board Members, the Student Representative, and committee-persons of the Chapter shall not receive any salary. They will not receive any clerical or other expenses unless approved by the Executive Board in advance. In emergency situations, the Executive Board may approve limited travel expenses for the President or his/her designee to the Society annual meeting to ensure Chapter representation.

#### Section 10. Dues and Fees

- a) Chapter dues shall be collected as a part of the dues of the Society and provided by the Society. Student Members in good standing with the Society will be included as Student Members of the Chapter for no additional fee. Changes in Chapter dues and fees for all Chapter members shall be recommended by the Executive Board and approved by a vote of the membership at an annual meeting.
- b) Chapter dues are payable with Society dues, and members in arrears for one year are removed from the Chapter roster.

#### Section 11. Standing Committees

Standing Committees, composed of Chapter members in good standing, shall be appointed by the President in consultation with the Executive Board within 15 days after the business meeting in conjunction with the Society annual meeting, unless otherwise specified. Standing Committees shall assist the President and Executive Board in the Conduct of affairs of the Chapter. The Chairperson or his/her representative of each Standing Committee shall report at the business meeting of the Chapter. The term of duty for members of Standing Committees shall extend for one year, unless otherwise specified. In event of failure of the President to make Standing Committee appointments within the specified time, chairpersons from the previous term of office will remain in their post until such appointments are made.

- a) Membership Committee: This committee shall be chaired by the Secretary and shall be responsible for maintaining and increasing the membership of the Chapter. The Committee shall take appropriate measures to attract new members, and committee representation should come from various states and sources of employment to ensure wide-reaching contacts and interest. The chairperson shall appoint members to serve on the Committee.
- b) Program Committee: This committee shall be responsible for the physical and technical arrangements for chapter meetings and shall consist of members in good standing residing in or near the place of meeting. The Program Committee shall be responsible for technical paper sessions, tours of interest, and any auxiliary meetings connected with the Chapter meeting. The President-elect shall serve ex-officio and shall appoint members to serve on the Committee.
- c) Nominations Committee: This committee shall be responsible for soliciting and recommending the names of candidates for elected offices and for assembling their resumes and a sample ballot.
- d) Bylaws and Standing Rules Committee: This committee shall receive from the President all recommended and petitioned bylaw or rule changes and incorporate them into a draft for submission at the next business meeting for vote. The Committee shall be responsible for identifying needed changes and shortcomings in the Bylaws and Standing Rules of the Chapter and reporting them to the President. The Committee shall furnish a corrected set of Bylaws and Standing Rules to the Secretary after changes are voted upon by the membership. The President shall appoint a chairperson, and the chairperson shall appoint members to serve on the committee. The chairperson or his/her designee shall also serve as parliamentarian at all Chapter business sessions.
- e) Special Issues Committee: This committee shall be responsible for receiving information and notices concerning regional wetlands and other issues from the pertinent public, local, state, and federal agencies and other organizations and the reviewing of same. Upon recommendations for action from the Committee, the chairperson shall draft a resolution or technical letter concerning a subject wetland issue to be reviewed by the President, and at his/her discretion, the Executive Board. The letter or technical

resolution concerning special issues recommended by the Committee shall be approved by the Executive Board. The President shall appoint a chairperson, and the chairperson shall appoint members to serve on the Committee.

## Section 11. Special Committees

At the President's discretion and at the recommendation of the Chapter membership at annual meetings, the President shall appoint special committees as necessary for conduct of Chapter business. Committees will cease to function upon completion of their assigned task(s).

#### Section 12. Chapter Archives

Archives for the Chapter will be maintained by the Archivist of the Society of Wetland Scientists and housed at the office of the Society. The Chapter Secretary will be responsible for submitting archival materials to the Society Archivist.

#### Section 13. Order of Business

The agenda for a Chapter business meeting shall include, but shall not necessarily be limited to, the following items:

- a) Call to order by the President
- b) Address of the President
- c) Determination of a Quorum by the Secretary
- d) Introduction of guests and visitors
- e) Reading of the minutes by the Secretary
- f) Financial report by the Treasurer
- g) Reports of the chairpersons of Standing Committees
- h) Reports of the chairpersons of Special Committees
- i) Other old business
- j) Installation of newly elected officers
- k) New business
- 1) Adjournment

#### Section 14. Rules of Order

The Chapter shall adopt Robert's Rules of Order for conduct of business meetings. The chairperson of the Bylaws and Standing Rules Committee shall function as a parliamentarian at business sessions.

# OCEANIA CHAPTER BYLAWS (January, 2017)

#### ARTICLE I. NAMES AND OBJECTIVES

- The name of the group shall be the OCEANIA CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Oceania Chapter. The SOCIETY OF WETLAND SCIENTISTS in general will be referred to as SWS.
- The principal office for the transaction of the business of the Oceania Chapter is hereby located at the address of the current Oceania Chapter Chair: Phil Papas' institution. The Oceania Chapter Chair may change the location of the Oceania Chapter principal office to any other place.
- 3. The objectives are as follows:
  - a. Promote formal partnerships between SWS and other wetland organizations to promote international coordination and collaboration.
  - b. Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
  - c. Advance public education and enlightenment concerning wetland resources.
  - d. Provide an independent forum for an interchange of ideas and data developed within wetland science.
  - e. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.
  - f. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice.
  - g. Encourage the knowledgeable management of wetland resources.
- 4. For the administration of the affairs and the attainment of its objectives, the Oceania Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Oceania Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.
- 5. Notwithstanding anything herein to the contrary, the Oceania Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent SWS from obtaining exemption from Federal income taxation as a corporation as described in Section 501 (c) (3) of the U.S. Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) can use it to lose such exempt status.

- 1. Rules governing membership in the Oceania Chapter will be the same as for SWS, as described by the SWS Bylaws, Article II (1).
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

#### ARTICLE III. OFFICERS

- 1. The Officers of the Oceania Chapter shall be one or two Chair(s). The Chair(s) shall have the authority to meet in closed session, conduct International Chapter business, and hold meetings at its discretion. The Secretary-Treasurer shall maintain files and records of Chapter business, maintain financial ledgers and accounts of the Chapter, and process requests for payment. The Secretary-Treasurer shall maintain and update copies of the Chapter bylaws and standing rules, distribute the newsletter, and hold Chapter elections.
- 2. Only SWS members in good standing shall be eligible to volunteer to be an Oceania Chapter Officer.

#### ARTICLE IV. ADOPTION OF STANDING RULES

- 1. The Oceania Chapter Officer(s) are authorized to adopt and amend Standing Rules necessary for conduct of Oceania Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to Oceania Chapter finances.
  - b. Prescribed duties of Oceania Chapter officers.
  - Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Oceania Chapter.
  - d. Authorization for publications of the Oceania Chapter for the furtherance of its objectives.

#### ARTICLE V. AMENDMENT OF BYLAWS

- 1. Bylaws may be amended by a two-thirds vote of the Oceania Chapter members who vote on the amendment. Voting may be conducted via electronic mail, phone, fax, postal mail, or any other effective and suitable means of communication. Proposals for amendments may be generated in the following ways:
  - a. Recommendation by the Oceania Chapter Chair(s), or
  - b. Petitions signed by not fewer than ten Oceania Chapter members in good standing and presented to the Chair(s) of the Oceania Chapter.

#### ARTICLE VI. SOCIETY REPRESENTATION

1. Members of the Oceania Chapter will not represent the Oceania Chapter without the prior approval of the Officer(s).

#### ARTICLE VII: DISSOLUTION OF THE OCEANIA CHAPTER

1. Pursuant to the SWS Bylaws Article VII, the Oceania Chapter can be dissolved by two-thirds vote of the SWS membership at any annual meeting upon the recommendation of the SWS Board of Directors.

## OCEANIA CHAPTER STANDING RULES (January, 2017)

#### Section 1. Duties of the Chair(s)

The Chair(s) of the Oceania Chapter shall be responsible for:

- The business of the Oceania Chapter;
- Making appointments authorized in the Standing Rules;
- Establishing special committees required for the business of the Chapter, and appointing Chairs of these special committees when necessary;
- Preparing and mailing correspondence to pursue attainment of Oceania Chapter objectives;
- Preparing and disseminating information pertinent to Oceania Chapter members;
- Engaging in other activities to advance the objectives of the Oceania Chapter.

#### Section 2. Duties of the Secretary-Treasurer

- Preparing and distributing minutes of Chapter Board Meetings;
- Ensuring that bylaws and standing rules are accurately maintained and updated;
- Administering the financial resources of the Oceania Chapter;
- Paying all bills of the Oceania Chapter as authorized by the Chair(s);
- Engaging in other activities to advance the objectives of the Oceania Chapter.

#### Section 3. Salaries and Expenses

- Oceania Chapter members and Officers shall not receive any salary or clerical or other expenses unless approved by the Officers in advance.
- Travel expenses to attend SWS meetings may be authorized by the Officers as requested on a case-by-case basis.

#### Section 4. Dues and Fees

The Oceania Chapter will not assess any dues and fees in addition to those assessed by SWS.

#### Section 5: Special Committees

Special Committees are appointed to assist the Officer(s) with developing information, services, or programs. The Committee(s) shall report to the Officers and the membership as directed by the Officers. Special Committees, composed of Oceania Chapter members in good standing, shall be appointed by the Chair(s) in consultation with the Officers at any time for a period of three (3) calendar years from the date of appointment, unless reauthorized by the Officers.

#### Section 6: Chapter Boundaries

Pursuant to the SWS Standing Rules Section 17, the Oceania Chapter boundaries are all States and Territories of Australia, New Zealand, Papua New Guinea, and neighboring islands in the Pacific Ocean. Following the SWS Standing Rules Section 14, SWS members residing in geographical areas outside that of the Oceania Chapter, but with professional interests in the geographical area covered by the Oceania Chapter, can also elect to be part of the Oceania Chapter.

## SOCIETY OF WETLAND SCIENTISTS PACIFIC NORTHWEST CHAPTER BYLAWS

# ARTICLE I Names and Objectives

- 1. The name of the group shall be the PACIFIC NORTHWEST CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the PNW Chapter or simply Chapter. The SOCIETY OF WETLAND SCIENTISTS in general will be referred to as the SOCIETY.
- 2. The principal office for the transaction of the business of the PNW Chapter is hereby located at the address of the current chapter Secretary/Newsletter Editor/. The PNW Chapter by resolution of its Board of Directors, may change the location of its principal office to any other place within the states of Idaho, Oregon, Washington, or Alaska.
- 3. The objectives are as follows:
- a. The general purposes of the Chapter are to operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
- b. Advance public education and enlightenment concerning wetland resources.
- c. Provide an independent forum for an interchange of ideas and data developed within wetland science.
- d. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.
- e. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice.
- f. Encourage the knowledgeable management of wetland resources.
- 4. For the administration of the affairs and the attainment of its objectives, the PNW Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the PNW Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

5. Notwithstanding anything herein to the contrary, the PNW Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent the SOCIETY from obtaining exemption from Federal income taxation as a corporation as described in Section 501 (c) (3) of the Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

# ARTICLE II Membership

- 1. Membership in the PNW Chapter will be the same as for the SOCIETY as follows:
- a. Individual: Any individual with interest in the Society and furtherance of its objectives shall be eligible to join the Society. Individual members shall receive Society publications and all other membership benefits and are eligible to vote. There are five classes of individual membership: (1) Active Members: Persons involved in the study, management, or regulation of wetlands and in any other appropriate wetland activity including research and educational endeavors. (2) Student Members: Persons involved in full-time academic training toward any appropriate wetland endeavor. (3) Family Members: Two members of a family may be Society members with full, active member privileges, but shall receive a limited set of publications (usually only one copy per issue of the Society's journal, Wetlands). (4) Lifetime Members: Members joining for the rest of their lives will receive full active member's privileges. (5) Emeritus members: Individuals who have retired and who are at least 60 years old with 15 years membership or retired and 65 years old with 10 years membership in the Society may become emeritus members.
- b. Library: Any institutional library such as those at colleges, universities, and agencies shall be eligible to join the Society and receive the Society's publications but shall not be eligible to vote.
- c. Institutional/Corporate: Any institution, government agency, or corporate organization with interest in the Society and furtherance of its objectives shall be eligible to join the Society. Institutional/Corporate members receive the Society's publications and other membership benefits but shall not be eligible to vote.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

# ARTICLE III Officers and Board of Directors

1. The Officers of the PNW Chapter shall be President, Executive Vice President, Program Vice President, Secretary/Newsletter Editor, Treasurer, and up to two board members at large who are elected by the members and the Immediate Past President. These officers (up to nine (9) officers if the Secretary/Newsletter Editor position is held by two people) constitute the Board of Directors of the PNW Chapter who shall have the authority to meet in closed session.

- 2. Only Active Members in good standing who have attended at least one of the last three PNW Chapter meetings preceding their nomination shall be eligible for nomination for an elected office.
- 3. (a) The President shall serve up to two (2) years or until the next biennial meeting, and upon the termination of that office shall become Immediate Past President.
- (b) The Executive Vice President, Program Vice President, and Secretary/Newsletter Editor shall serve for a period of up to two (2) years or until the next biennial meeting. The Executive Vice President shall automatically be nominated for President for the year following his or her term as Executive Vice President. Other nominations may also be made.
- (c) The Treasurer shall serve for a period of up to three (3) years, or until the next biennial meeting.
- (d) If an officer cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until the next election. Except for the President, Board members may be re-elected for multiple terms. The President may be re-elected once, for a total of two (2) terms.
- 4. A minimum of three (3) members of the Board of Directors attending a called meeting of the Board of Directors constitutes a quorum. The Board of Directors is authorized to conduct business and hold meetings at its discretion.

# ARTICLE IV Meeting and Voting

- 1. The PNW Chapter shall meet once every two years (biennially) at a place to be determined by the Board of Directors.
- 2. In the event of an emergency, the Board of Directors may cancel a biennial meeting or change the place of a biennial meeting or order a Special Meeting. If a meeting is canceled, the Board of Directors shall schedule the next biennial meeting.
- 3. A quorum for the transaction of official business at a PNW Chapter meeting shall consist of at least 50% of the members of the Board of Directors.
- 4. Members in good standing may vote on official Chapter business. Voting may take place at the biennial meeting or by mail, email, or by other formats. The Secretary shall

be responsible for conducting the vote and shall record the vote in the minutes of the next Board of Directors meeting.

5. The Secretary shall certify the voting eligibility of members and shall announce the results of the vote to the members.

# ARTICLE V Adoption of Standing Rules

- 1. The Board of Directors is authorized to adopt and amend Standing Rules necessary for conduct of PNW Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
- (a) Matters pertaining to Chapter finances.
- (b) Prescribed duties of Chapter officers.
- (c) Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the PNW Chapter.
- (d) Authorization for the specified publications of the PNW Chapter for the furtherance of its objectives.

## ARTICLE VI Amendment of Bylaws

- 1. The Bylaws may be amended by a two-thirds vote of the members in good standing who vote on the amendment. Proposals for amendments may be generated in the following ways:
- (a) Recommendation of a majority of the voting members of the Board of Directors.
- (b) Petitions signed by not fewer than twenty members in good standing or 10% of the PNW Chapter membership eligible to vote, whichever is fewer, and presented to the Board of Directors.

# ARTICLE VII Society Representation

1. Members of the PNW Chapter will not represent the PNW Chapter without the prior approval of the Board of Directors.

## ARTICLE VIII Society Chapter Mergers

1. The Chapter can merge with another SWS chapter through the following process: The Chapters would discuss the merger, goals and merits. Each chapter board would vote to

approve the merger. If approved, the chapters would then be merged under the PNW Chapter Charter and board leadership. Merging chapter assets would be transferred to the PNW Chapter, with the PNW board responsible for the membership and governance of the financial resources.

## PACIFIC NORTHWEST CHAPTER STANDING RULES

#### **Section 1. Duties of the President**

The President shall be responsible for the business of the Chapter, make appointments authorized in the Standing Rules, establish special committees required for the business of the Chapter and exercise such other responsibilities determined from time to time by action of the Chapter or its Board of Directors.

#### **Section 2: Duties of the Executive Vice President**

Duties of the Executive Vice President are to assist the President and to perform the duties of the President when that officer is absent or unable to act, and to assist the Treasurer in drafting an annual budget.

#### Section 3. Duties of the Secretary/Newsletter Editor

- (a) Prepare the Chapter's quarterly newsletter.
- (b) Serve as membership database manager.
- (c) Certify eligibility of members prior to any vote.
- (d) Prepare and mail or email correspondence at the direction of Board of Directors.
- (e) Prepare and disburse information pertinent to increasing membership.
- (f) Maintain a file of correspondence and records of Chapter business.
- (g) Maintain and update copies of the Bylaws and Standing Rules.
- (h) Record the minutes of the biennial meeting of the Chapter and all called meetings of the Board of Directors. Distribute minutes to Board members.

#### Section 4. Duties of the Treasurer

- (a) Administer the financial resources of the Society.
- (b) Pay all bills of the Chapter as authorized by the President or the Board of Directors.
- (c) Serve as Chairperson of the Ways and Means Committee.
- (d) Prepare an annual budget in cooperation with the Executive Vice President and present it at the biennial meeting of the Society.

#### **Section 5: Duties of the Program Vice President**

The Program Vice President shall oversee meetings, workshops, and field trips sponsored by the Chapter; and has the authority to nominate other Chapter members to provide assistance in organizing Chapter sponsored events.

#### Section 6. Duties of the Immediate Past President

The Immediate Past President chairs the Nominating Committee and Bylaws Committee and serves as Parliamentarian at meetings.

#### Section 7. Duties of the Board Member(s) at Large.

The Board Member(s) at Large shall participate in Board of Director Meetings, Committees, and tasks authorized by the Board of Directors. They may undertake roles of Chapter Officers, with the approval of the Board of Directors, if those positions are unfilled or understaffed for the tasks at hand.

#### **Section 8. Salaries and Expenses**

- (a) Officers of the Society shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.
- (b) Travel expenses to attend board meetings may be authorized by the Board of Directors as requested on a case-by-case basis.

#### **Section 9. Dues and Fees**

The Chapter will not assess any dues and fees in addition to those assessed by the Society.

#### **Section 10. Standing Committees**

Standing Committees, composed of Chapter members in good standing, shall be appointed by the President in consultation with the Board of Directors. Standing committees shall assist the President and Board of Directors in the conduct of the affairs of the Chapter. The Chairperson *of each standing* committee shall report at the biennial meeting of the Chapter. The term of duty for members of standing committees shall extend from their appointment to the end of the following biennial meeting, unless otherwise specified.

#### (a) Ways and Means Committee

The committee shall be responsible for preparing an annual budget for the Chapter. The Committee shall be chaired by the Treasurer and will also include the Executive Vice President and Program Vice President.

#### (b) Conference Committee

The Committee shall be responsible for making arrangements for the biennial meeting, including but not limited to:

- (1) the content of the program
- (2) meeting and lodging site(s),
- (3) banquet and refreshments, and
- (4) field trips.

The committee shall consist of a minimum of three Chapter members and will be chaired by the Program Vice President. Committee members will be approved by the President.

#### (c) Nomination Committee

The Committee shall be responsible for recommending the names of candidates for elected offices. The Immediate Past President shall serve as Chairperson. Nominations for officers are to be solicited from the membership through the Secretary/Newsletter Editor and sent to the Immediate Past President.

#### (d) Archives Committee

This committee shall be responsible for developing criteria for determining what types of Chapter materials and records will be archived, how and where they will be stored and accessed, and the longevity of various materials in the archives. The committee is composed of the Board of Directors and will be chaired by the Treasurer.

#### (e) Bylaws and Standing Rules Committee

This committee shall consist of the Board of Directors and will be chaired by the Immediate Past President and serves as the Society's official authority regarding all matters pertaining to the organization's bylaws and standing rules. This committee is responsible for ensuring that the bylaws and standing rules are accurately maintained and updated.

#### (f) Scholarship and Awards Committee

This committee shall be responsible for obtaining, evaluating, and ranking wetland-related scholarships and awards. The committee will be chaired by the Executive Vice President and will recommend scholarships and awards to the Board of Directors for decision.

#### **Section 11: Special Committees**

Special Committees are appointed to assist the President and the Board of Directors with developing information, services, or programs which are generally short term and of a non-recurring nature. The Special Committee(s) shall report to the Board of Directors and the membership at the Biennial Business Meeting. Special Committees, composed of members in good standing, shall be appointed by the President in consultation with the

Board of Directors at any time for a period of two (2) calendar years from the date of appointment unless reauthorized by the vote of the Board.

#### Section 12. Order of Business

The agenda for a business session for a biennial meeting of the Society shall include, but shall not necessarily be limited to, the following items:

- (a) Call to order by the President
- (b) Remarks by the President
- (c) Determination of a quorum
- (d) Introduction of guests and visitors
- (e) Secretary's report
- (f) Treasurer's report
- (g) Reports of Standing Committees
- (h) Reports of Special Committees
- (i) Other old business
- (j) Installation of newly elected officers
- (k) New business
- (1) Adjournment

#### **Section 13: Chapter Boundaries**

The Chapter boundaries consist of the states of Idaho, Oregon, Washington, and Alaska.

#### Section 14. Rules of Order

The Society will adopt Robert's Rules of Order. The Immediate Past President will serve as Parliamentarian at meetings.

Last revised March 11, 2022.

#### **Rocky Mountain**

#### ROCKY MOUNTAIN CHAPTER BYLAWS

#### Revised and Adopted April 29, 2022

ARTICLE I Names and Objectives

1. The name of the organization shall be the ROCKY MOUNTAIN CHAPTER - SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Chapter. The Chapter was chartered by the Executive Board of the Society of Wetland Scientists at the 1988 Annual Meeting. The Society was established in 1980 to pursue the objectives stated in the National Society Bylaws.

#### 2. The objectives are as follows:

The general purpose of the Chapter is to operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.

Advance public education and enlightenment concerning the Rocky Mountain and semi-arid regions' wetland resources.

Provide an independent forum for an interchange of ideas and data developed within wetland science.

Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.

Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice.

Encourage the knowledgeable management of wetland resources.

Serve as an authoritative source of information on wetland science in the Rocky Mountain and semi-arid regions.

- 3. For the administration of the affairs and the attainment of the objectives of the Chapter, as set forth in Article 2(a) to (g), the Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things, and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.
- 4. Notwithstanding anything herein to the contrary, the Chapter shall neither have nor exercise

any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent the National Society from obtaining exemption from Federal income taxation as described in Section 50l(c)(3) of the Internal Revenue Code of 1954 and its regulations as they now exist or as they may hereafter be amended from time to time; or (2) cause the National Society to lose such exempt status.

#### ARTICLE II

Membership of Chapter

1. The membership of the Chapter shall be of the following classes:

Active Members: Persons involved in the study, management, or regulation of wetlands; and in any other appropriate wetland activity, including research and educational endeavors.

Student Members: Persons involved in full-time academic training toward any appropriate wetland endeavor.

Institutional/Corporate Members: Any institution, government agency or corporate organization with interest in the Chapter and the furtherance of its objectives may become an Institutional/Corporate member, but shall not be eligible to vote.

Library Members: Institutional libraries such as those at colleges, universities, and agencies shall be eligible to join as library members but shall not be eligible to vote.

Family Members: Two members of a family may be Chapter members with full, active member privileges, but shall receive a limited set of publications (usually only one copy per issue of the Society's journal, Wetlands).

Lifetime Members: Members joining for the rest of their lives will receive full active members privileges.

1. As used in the Bylaws and Standing Rules, the term "member in good standing" means a Chapter member whose dues are paid.

### ARTICLE III OFFICERS AND EXECUTIVE BOARD

- 1. The Officers of the Chapter shall be President, Vice-President, Secretary, and Treasurer who are elected by the members; and the Immediate Past President. These five officers constitute the Chapter Executive Board who shall have the authority to meet in closed session. If an officer cannot fulfill or complete the term of office, the Executive is authorized to appoint a replacement until the next regular election.
- 2. The President shall serve only one term in office for a period of two years or until the next election.

The Vice-President shall serve for a period of two years or until the next election and shall automatically be nominated for President for the year following the term as Vice-President. Other nominations may also be made.

The Secretary and Treasurer shall each serve for a period of three years or until the next election. The terms of office for the Secretary and Treasurer shall be staggered so that their election does not normally coincide during the same year.

- 1. The Executive Board shall consist of the Officers. A quorum for the transaction of official business at a Chapter meeting shall consist of any number of officers present.
- 2. The Executive Board shall be authorized to appoint an Editor who shall continue in office at the discretion of the Board.

ARTICLE IV

Meeting and Voting

The Chapter may meet once a year at a place to be determined by the Executive Board.

- 1. In the event of an emergency, the Executive Board may cancel an annual meeting or change the place of an annual meeting or order a Special Meeting. If a meeting is canceled, the Executive Board shall schedule the next annual meeting.
- 2. A quorum for the transaction of official business at a Chapter meeting shall consist of any number of voting members present.
- 3. A motion to amend the Bylaws or to establish or dissolve the Chapter shall require a two-thirds majority of those voting.
- 4. The Secretary shall certify the voting eligibility of members.

ARTICLE V

Adoption of Standing Rules

The Executive Board is authorized to adopt and amend Standing Rules necessary for conducting Chapter business by a majority vote.

1. The Standing Rules must include, but shall not be limited to, the following:

Matters pertaining to Chapter finances.

Prescribed duties of Chapter officers.

Provisions for the establishment, duties, and methods of selection of committees necessary to conduct the business of the Chapter.

Authorization for the specified publications of the Chapter for the furtherance of its objectives.

#### ARTICLE VI

Amendment of Bylaws

The Bylaws may be amended by a two-thirds vote of the members in good standing who attend an annual meeting and vote on the amendment. Proposals for amendments may be generated in the following ways:

Recommendation of a majority of the Executive Board.

Petitions signed by not fewer than twenty Chapter members in good standing or 10 percent of the Chapter membership eligible to vote, whichever is fewer, and presented to the Chapter President at the annual meeting.

#### ARTICLE VII

Dissolution of Chapter

1. If the Chapter is dissolved, all net assets will be distributed to a similar organization exempt under Section 501(c)(3) of the Internal Revenue Code. Designation of the organization(s) to receive said assets will be at the discretion of the Executive Board.

#### ARTICLE VIII

Chapter Representation

1. No member of the Chapter will represent the Chapter without the prior approval of the Executive Board.

#### ROCKY MOUNTAIN CHAPTER STANDING RULES

The following rules are established to assist in conducting the business of the Chapter.

#### Section 1. Duties of the President

The President shall be responsible for the business of the Chapter, make appointments authorized in the Standing Rules, establish committees required for the business of the Chapter, and exercise

other responsibilities determined by action of the Chapter or its Executive Board. The President shall chair all meetings of the Chapter and Executive Board.

#### **Section 2:** Duties of the Vice President

Duties of the Vice President are to assist the President and to perform the duties of the President when that officer is absent or unable to act.

#### Section 3. Duties of the Secretary

Obtain annually from the National Society's business management company a roster of the Chapter members in good standing. Upon request from the Executive Board, provide copies of membership lists.

Serve as the Chairperson of the Membership Committee.

#### Certify eligibility of members prior to any vote.

Direct all correspondence received to the appropriate board member as needed. Prepare and mail correspondence at the direction of the Executive Board.

Prepare and disburse information pertinent to increasing membership.

Maintain a file of correspondence and records of Chapter business.

Maintain and update copies of the Bylaws and Standing Rules.

Prepare semi-annual reports of membership status.

Record and read minutes of the annual meeting of the Chapter and all called meetings of the Executive Board. Distribute minutes to Executive Board members.

#### **Section 4. Duties of the Treasurer**

Administer the financial resources of the Chapter.

Pay all bills of the Chapter as authorized by the President or the Executive Board.

Serve as Chairperson of the Ways and Means Committee if such a committee is formed.

Be responsible for preparation and filing of the Chapter's annual financial statement to the National Society.

Prepare an annual budget and present it at the annual meeting of the Chapter.

#### Section 5. Duties of the Past President

The immediate Past President chairs the Nominating Committee and Bylaws Committee and performs the duties of President if both the President and Vice-President are unable to act. The Immediate Past President shall serve as Parliamentarian at meetings.

#### Section 6. Duties of the Editor (if applicable)

Draft, edit, and publish all Chapter publications.

#### Section 7. Salaries and Expenses

- a. Officers and Committee Members of the Chapter shall not receive any salary or clerical or other expenses unless approved by the Executive Board in advance.
- a. Travel expenses for the President or other officers to attend the mid-year National Society Board meeting and the annual Society meeting may be authorized by the Executive Board in advance.

#### Section 8. Dues and Fees

Active members of the Chapter are required to pay annual dues to the National Society of Wetland Scientists.

The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the Society of Wetland Scientists.

#### Section 9. Committees

Committees, composed of Chapter members in good standing, shall be appointed by the President in consultation with the Executive Board to assist the President and Board in the conduct of the affairs of the Chapter. The Chairperson of each committee shall report at the annual meeting of the Chapter on scheduled meetings of the Executive Board, as directed. The term of duty for members of committees shall extend from their appointment to the end of the following annual meeting, unless otherwise specified.

- a. Membership Committee The Committee shall be responsible for maintaining and increasing the membership of the Chapter, and shall take appropriate measures to attract new members. The Committee shall consist of the Secretary, who shall be Chairperson, and four other members.
- b. Ways and Means Committee The Committee shall be responsible for the promotion and involvement of the Chapter. The Committee shall be composed of three members, including the

Treasurer who shall be Chairperson.

c. Conference Committee - The Committee shall be responsible for making arrangements for the annual meeting, including but not limited to: (1) meeting and lodging site(s), (2) banquet and refreshments, (3) field trips, and (4) transportation rates.

#### Section 10. Order of Business

The agenda for a business session for an annual meeting of the Chapter shall include, but shall not necessarily be limited to, the following items:

Call to order by the President
Address of the President
Determination of a quorum
Introduction of guests and visitors
Reading of the minutes and report of the Secretary
Report of Committees
Other old business
Installation of newly elected officers
New business
Adjournment.

#### Section 11. Chapter Boundaries

The area prescribed for the Chapter is as follows: Colorado, Montana, New Mexico, Utah, and Wyoming.

#### SOUTH ATLANTIC CHAPTER BYLAWS

#### ARTICLE 1. NAME AND PURPOSE

- The official name of this chapter shall be the SOUTH ATLANTIC CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS. The objectives of the Chapter shall be to encourage communication of wetlands issues and research activities in the South Atlantic region (Virginia, West Virginia, North and South Carolina, Georgia, Florida, Puerto Rico, and the Virgin Islands), and to sponsor meetings and other activities which foster interaction of wetland scientists and managers in the region. The Chapter shall be governed in all of its operation by the constitution and bylaws of the SWS.
- 2. The Chapter shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful activities for the fostering, advancing, or accomplishing of Chapter affairs and objectives, and to aid and assist other organizations whose objectives may further foster, advance or accomplish Chapter objectives.
- 3. The Chapter shall not have nor exercise any power, nor directly or indirectly engage in any activity, that would cause the SWS to lose its exempt status from Federal income taxation as a corporation as described in Section 501 (c) (3) of the Internal Revenue Code of 1954 and its regulations, as the same now exist or as they may be amended in the future.

#### ARTICLE 2. MEMBERSHIP

1. Any member of the SWS who resides within the Chapter's region is considered an active member of the Chapter. Herein, a "member in good standing" means a member whose dues are paid.

#### ARTICLE 3. GOVERNANCE

- 1. The elected officers of the Chapter shall be a Chair, Vice-Chair, and Secretary-Treasurer. These officers, plus the immediate Past Chair, constitute the Executive Committee, and they are authorized to act on behalf of the Chapter during intervals between annual meetings. The terms of office shall be two years for the Vice-Chair and the Chair, elected in alternate years, and three years for the Secretary Treasurer. The Past Chair shall serve for two years. Terms of office will commence and terminate immediately following the SWS annual business meeting.
- 2. Nominations for office shall be solicited by the Chair, and new officers shall be elected by a majority vote of members in good standing, conducted prior to the SWS annual business meeting. Only active members in good standing shall be eligible for nomination for an elected office. Election shall be by ballot. Ballots may be submitted via surface mail, electronic mail, or Internet polling, as determined to be fair and appropriate by the Executive Committee. The Secretary-Treasurer shall certify the voting status of members and the results of the elections.

3. No member of the Chapter will represent the Chapter without prior approval of the Executive Committee, nor represent the SWS without prior approval of the Society's Board of Directors.

#### ARTICLE 4. MEETINGS

The Chapter shall hold its business meeting at the Annual Meeting of the SWS, and the members
present shall constitute a quorum for transaction of official business. The Chapter shall also
meet with the Association of Southeastern Biologists (herein, ASB) at their annual meeting, and
may organize Chapter meetings at other times and places as appropriate.

#### ARTICLE 5. STANDING RULES

 The Executive Committee is authorized to adopt and amend Standing Rules for conduct of Chapter business, as necessary, by majority vote. Standing rules shall include, but not be limited to, matters pertaining to Chapter finances, duties of Chapter officers, provisions for establishment of standing committees or special committees, and authorization of Chapter publications.

#### ARTICLE 6. AMENDMENT OF BYLAWS

 The Chapter bylaws may be amended by a two-thirds vote of the members in good standing attending any annual business meeting of the Chapter, provided that notice of the proposed amendment has been provided to the members at least 30 days prior to the date of the meeting.

### SOUTH ATLANTIC CHAPTER STANDING RULES

#### Section 1. Duties of the Chair

The Chair shall preside at the business meeting of the Chapter, shall authorize expenditures of Chapter funds, and shall promote the interests of the Chapter in every reasonable way. The Chair shall represent the Chapter on the Board of Directors of the SWS and shall appoint standing or special committees as required to promote the interest of the Chapter. Such committees shall serve until the conclusion of the next annual business meeting of the Chapter and be reappointed at the discretion of the Chair. The Chair shall serve as the Program Chair and shall plan and arrange Chapter programs and activities.

#### Section 2. Duties of the Vice-Chair

The Vice-Chair shall assist the Chair and shall perform the duties of the Chair whenever that person is unable to act. The Vice-Chair shall be responsible for producing the Chapter newsletters.

#### Section 3. Duties of the Secretary-Treasurer

The Secretary-Treasurer shall maintain files and records of Chapter business, maintain financial ledgers and accounts of the Chapter, and process requests for payment. The Secretary-Treasurer shall maintain and update copies of the Chapter bylaws and standing rules, distribute the newsletter, and hold Chapter elections.

#### Section 4. Salaries and Expenses

Officers or committee-persons of the Chapter shall not receive any salary from SWS; neither shall they receive any clerical or other expenses unless approved in advance by the Executive Committee. If necessary, to ensure Chapter representation, the Executive Committee may approve limited travel expenses to the SWS Annual Meeting and mid-year SWS business meeting for the Chair or his/her designee.

#### Section 5. Newsletter

A Chapter newsletter shall be published three times annually, which will include reports of business from meetings of the SWS and ASB, solicitation of nominations for officers, announcements of meetings and elections, and other items of interest to members.

#### Section 6. Standing Committees

Standing committees, composed of members in good standing, shall be appointed by the Chair and shall assist in the conduct of affairs of the Chapter. Standing committees shall report at the annual business meeting of the Chapter. The term of duty for members of Standing Committees shall extend from their appointment until the following business meeting, unless otherwise specified.

- a. Nominations Committee. This committee will be chaired by the Past Chair, and shall be responsible for recommending candidates for elected offices. Nominations for office are to be solicited from the membership through the newsletter or other Chapter communications, as appropriate.
- b. Awards Committee. This committee will be chaired by the Past Chair, and shall be responsible for evaluating candidates for awards, including the SWS/ASB student travel award, and for communicating the recommendations to the Executive Committee for decision.

#### Section 7. Special Committees

Special committees may be appointed to assist the Chair and Executive Committee with activities or services that are generally short-term and of a non-recurring nature. Special Committees will report to the Chair and to the membership at the annual business meeting.

# BYLAWS AND STANDING RULES SOCIETY OF WETLAND SCIENTISTS SOUTH CENTRAL CHAPTER Revised 10/2018

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#### **BYLAWS**

#### **ARTICLE I.**

#### **Names and Objectives**

The name of the organization shall be the SOUTH CENTRAL CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Chapter and as the Society. Qualified persons residing within the states of Alabama, Arkansas, Kentucky, Louisiana, Mississippi, Oklahoma, Tennessee, and Texas who are also members in good standing with the Society are eligible for Chapter membership.

The objectives are as follows:

- a) Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
- b) Provide an independent forum for an interchange of ideas and data developed within wetland science in the South Central Region (hereinafter referred to as the Region).
- c) Develop and promote wetland science as a distinct discipline within the Region.
- d) Promote and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice within the Region.
- e) Further the knowledge of wetland resources and encourage wetland protection, restoration, and stewardship within the Region.
- f) Encourage a fraternity of scientists based on shared knowledge, dedication, friendship, and mutual professionalism within the Region.

For the administration of the affairs and the attainment of the objectives of the Chapter, the Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things, and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Chapter is organized, as set forth in Article First 4a-f, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

Notwithstanding anything herein to the contrary, the Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would cause the Society to lose exempt status from Federal income taxation as a corporation as described in Section 501 (c) (3) of the Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time.

#### ARTICLE II.

#### **Membership and Election of Members**

- 1. The membership of the Chapter shall be of the following classes:
  - a) Regular Members: Persons involved in the study, management, or regulation of wetlands and in any other appropriate wetland activity including research and educational endeavors.
  - b) Student Members: Persons involved in full-time academic training toward any appropriate wetland endeavor.
  - c) Family Members: Two members of a family may be Society members with full, active member privileges, but shall receive a limited set of publications (usually only one copy per issue of the Society's journal, Wetlands).
  - d) Lifetime Members: Members joining for the rest of their lives will receive full active member's privileges.
  - e) Emeritus Members: Individuals who have retired.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" refers to a Chapter member who is a member of the Society in good standing, with dues paid in the current calendar year.

#### ARTICLE III.

#### Officers and Board of Directors

- 1. The Officers of the South Central Chapter shall be President, President Elect, Past President, Secretary, Treasurer, and four Board Members who are elected by Chapter members. These Officers and Board Members constitute the Executive Board of the Chapter who shall have the authority to meet in closed sessions.
- 2. Only active members in good standing shall be eligible for nomination for an elected Chapter office.
- 3. The President, President-elect, and Past-president shall each serve for a period of two years, ending at the next annual meeting, for a total commitment of six years. The Secretary, Treasurer, and Board Members shall serve for a period of two years. Board Members shall be elected to serve two-year terms, so that in each calendar year, two new Board Members are elected and two will rotate off the Executive Board, with four elected Board Members serving in overlapping years.
  - a) The President shall serve one term (two years) in office, and upon the termination of that term shall immediately become the Past President, and continue as a member of the Executive Board.
  - b) The President-elect shall serve one term (two years) in that office, and shall automatically succeed the President for one term (two years) in office.
- 4. In the event of cancellation of an annual meeting, the Officers and Board Members of the Chapter and the members in any Standing or Special Committee shall continue to serve and be responsible for the business and activities of the Chapter in accordance with the provisions of the Bylaws, or Robert's Rules of Order in the absence of specific guidelines, until new elections and an annual meeting are held.
- 5. If an Officer or Board Member cannot fulfill or complete the term of office to which he or she was elected, the Executive Board is authorized to appoint a replacement until an election is held at the next annual meeting.
- 6. If the President cannot attend the Society annual meeting or the Society Board of Directors meeting(s), the President shall appoint another active Member in good standing to represent the Chapter at that specific meeting.
- 7. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position in excess of the term limits mentioned above.

#### ARTICLE IV.

#### **Meeting and Voting**

- 1. The Chapter shall meet twice annually at the site of the Society annual meeting and at a place to be determined by a majority of the active members attending the previous annual meeting. The Program Committee will consist of members residing in or near the place of meeting and other duly appointed active members.
- 2. In the event of an emergency, the Executive Board may cancel a meeting or change the place of meeting, or order a special meeting. If a meeting is canceled, the Executive Board shall schedule the next meeting and a place agreed upon among the Board.

- 3. A quorum for the transaction of official business of the Chapter shall consist of any number of active members in good standing present. A quorum for the transaction of official business among the Executive Board shall consist of a simple majority.
- 4. A motion to amend the Bylaws or to establish or dissolve a Standing Committee shall require a two-thirds majority of those voting. A Special Committee may be established or dissolved at the Executive Board's discretion or upon completion of that committee's appointed task(s).
- 5. The Chapter Secretary shall certify the voting status of members.
- 6. Electronic voting may be used for any Chapter business the Board of Directors deems necessary. Should electronic voting be used, the question will be distributed and managed by the Society business office with a closing date for the vote. Once the vote is closed, the President will distribute the results to the full Board and membership when applicable.

#### ARTICLE V.

#### **Adoption of Standing Rules**

- 1. The Executive Board is authorized to adopt and amend Standing Rules necessary for conduct of Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a) Matters pertaining to Chapter finances.
  - b) Prescribed duties of Chapter Officers and Board Members.
  - c) Provisions for the establishment, duties, and methods of selection of Standing Committees and other committees necessary to conduct the business of the Chapter. A Standing Committee is defined as one that is established permanently in the Bylaws as part of the basic organization of the Chapter, or by amendment of said Bylaws.

#### ARTICLE VI.

#### **Amendment of By laws**

The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a Chapter business meeting or respond to an electronic vote as authorized by the Board of Directors. Proposals for amendments may be generated in the following ways:

- a) Recommendation of a majority of voting members of the Executive Board or
- b) Petitions signed by not fewer than twenty members in good standing or 10 percent of the Chapter membership eligible to vote, whichever is fewer, and presented to the President at the next business meeting. The petition will be presented for a vote at the next Chapter business meeting.

#### **ARTICLE VII.**

#### **Dissolution of the Chapter**

1. If the Society is dissolved, the Chapter is also dissolved, and all Chapter net assets will be distributed to a similar not-for-profit organization. Designation of the organization(s) to receive said assets will be at the discretion of both the Chapter Executive Board and the Society Board of Directors.

#### ARTICLE VIII.

#### **Chapter and Society Representation**

1. No member of the Society will represent the Society without prior approval of the Society Board of Directors, nor represent the Chapter without prior approval of the Chapter Executive Board.

#### **STANDING RULES**

The following rules are established to assist in conducting the Chapter business.

#### Section 1. <u>Duties of the Officers and Board Members</u>

- a) Duties of the President (2-year term)
  - The President shall be responsible for the business of the Chapter, make appointments authorized in the Standing Rules, establish special committees required for the business of the Chapter, and exercise such other responsibilities determined from time to time by action of the Chapter and its Executive Board. The President shall chair all meetings of the Chapter and the Executive Board, and serves as an ex-officio member of all Standing and Special Committees. The President serves as Chapter Representative to the Society and as a member of the Society Board of Directors.
- b) Duties of the President Elect (2-year term)
  - The President-elect shall succeed the President without further election. The duties of the President-elect are to assist the President and to perform the duties of the President when that officer is absent or unable to act. The President-elect shall serve as chairperson of the Program Committee.
- c) Duties of the Immediate Past President (2-year term)
  - The Immediate Past President serves as a member of the Executive Board for two years following completion of his/her term of office as President. The Immediate Past President serves as chairperson of the Nominations Committee.
- d) Duties of the Secretary (2-year term)

The Secretary shall:

- 1) Serve as chairperson of the Membership Committee.
- 2) Coordinate Chapter membership with Society Secretary and reply to or direct all correspondence pertinent to Chapter membership.
- 3) Maintain and update Chapter Bylaws and Standing Rules as needed.
- 4) Work to maintain current contact information for active members and shall prepare and disburse literature pertinent to increasing membership and/or coordinate that function with the Newsletter Editor.
- 5) Serve as the Parliamentarian during Chapter business meetings.
- 6) Be responsible for maintaining a Chapter record of all meetings and affairs and other pertinent activities of the Chapter (archives).
- e) Duties of the Treasurer (2-year term)
  - The Treasurer shall coordinate Chapter finances with the Society Treasurer, and reply to or direct all correspondence pertinent to Chapter business affairs. The Treasurer shall maintain financial files and records of Chapter business. The Treasurer shall attend to all appropriate financial matters of the Chapter and work with the Society staff to ensure payment of bills and collection of dues are completed. The Society staff will handle any Internal Revenue Service reporting requirements and will engage with the Chapter as necessary."

#### f) Duties of Board Members (2-year term)

Elected Board Members shall serve as two-year voting members of the Executive Board. Special duties of these board members are at the discretion of the President, and could include the duties of the newsletter editor and committee chairs.

#### g) Duties of the Newsletter Editor

A Newsletter Editor, appointed by the President, shall prepare and distribute a regularly-scheduled newsletter to all Chapter members with pertinent Chapter business and information, including news of individual members and notices of Chapter meetings. The Editor is authorized to solicit information from all member and Society sources.

#### **Section 2.** <u>Salaries and Expenses</u>

Officers, Board Members, and committee-persons of the Chapter shall not receive any salary. They will not receive any clerical or other expenses unless approved by the Executive Board in advance. In emergency situations, the Executive Board may approve limited travel expenses for the President or his/her designee to the Society annual meeting to insure Chapter representation.

#### Section 3. Dues and Fees

- a) Chapter dues shall be determined by the Society Board and collected as part of the dues of the Society.
- b) Chapter dues are payable with Society dues, and members in arrears for one year are removed from the Chapter roster.
- c) The Chapter Executive Board is authorized to establish and charge a registration fee for all Chapter meetings and to assist the Program Committee with appropriate financial obligations of same.

#### **Section 4.** Standing Committees

Standing Committees, composed of Chapter members in good standing, shall be appointed by the President in consultation with the Executive Board at the Fall Chapter business meeting or the Chapter business meeting held at the Society annual meeting. Standing Committees shall assist the President and Executive Board in the conduct of affairs of the Chapter. The chairperson or his/her representative of each Standing Committee shall report at the business meeting of the Chapter. The term of duty for members of Standing Committees shall extend for one year, unless otherwise specified. In event of failure of the President to make Standing Committee appointments within the specified time, chairpersons from the previous term of office will remain in their post until such appointments are made.

#### a) Membership Committee

The Membership Committee shall be chaired by the Secretary, and shall be responsible for maintaining and increasing the membership of the Chapter. The Committee shall take appropriate measures to attract new members, and committee representation should come from various states and sources of employment to insure wide-reaching contacts and interest. The chairperson shall appoint members to serve on the Committee.

#### b) Program Committee

The Program Committee shall be responsible for the physical and technical arrangements for chapter meetings at a place and time established at the previous meeting, and shall consist of members in good standing residing in or near the place of meeting. The Program Committee shall be responsible for technical paper sessions, tours of interest, and any auxiliary meetings connected with the Chapter meeting. The President-elect shall serve as chairperson, and shall appoint members to serve on the Committee.

#### c) Nominations Committee

The Nominations Committee shall be responsible for soliciting and recommending the names of candidates for elected offices and for assembling their resumes and a sample ballot for distribution in the Chapter Newsletter. The Committee shall be responsible for providing official Chapter ballots (electronic or hard copy) not later than one month prior to the Chapter meeting coinciding with the Society annual meeting to all members in good standing. The Past President shall serve as chairperson, and shall appoint members to serve on the committee.

#### d) Education and Outreach Committee

This committee shall be responsible for fostering the exchange of accurate information on wetland science among wetland professionals, wetland educators, and the general public. The Committee shall consist of members with the ability and knowledge to promote education and exposure to wetland science in a variety of settings, not limited to workshops/training/other society meetings. The committee shall also be responsible for soliciting association and information exchange with other regional and/or state chapters of related professional organizations such as The Wildlife Society, The Ecological Society of America, the American Fisheries Society, the American Ornithologists' Union and its affiliated technical groups (Colonial Waterbird Group, Pacific Seabird Group, and others), and other societies and organizations. The President shall appoint a chairperson, and the chairperson shall appoint members to serve on the Committee.

#### e) Special Issues Committee

The Special Issues Committee shall be responsible for receiving information and notices concerning regional wetlands and other issues from the pertinent public local, state, and federal agencies and other organizations and the reviewing of same. Upon recommendations for action from the Committee, the chairperson shall draft a resolution or technical letter concerning a subject wetland issue to be reviewed by the President, and at his/her discretion, the Executive Board. The letter or technical resolution concerning special issues recommended by the Committee shall be approved by the Executive Board. The President shall appoint a chairperson and the chairperson shall appoint members to serve on the Committee.

#### Section 5. Special Committees

At the President's discretion and at the recommendation of the Chapter membership at the Fall or annual meetings, the President shall appoint special committees as necessary for conduct of Chapter business. Committees will cease to function upon completion of their assigned task(s).

#### Section 6. Section 6. Order of Business

The agenda for a Chapter business meeting shall include, but shall not necessarily be limited to, the following items:

- a) Determination of a quorum by the Secretary; Call to order by the President
- b) Address of the President
- c) Introduction of guests and visitors
- d) Approval of the minutes circulated by the Secretary
- e) Treasurer's report
- f) Reports of the chairpersons of Standing Committees
- g) Reports of the chairpersons of Special Committees
  - a) Unfinished business
- h) Installation of newly elected officers

- New business
- j) Adjournment

#### Section 7. Rules of Order

The Chapter shall adopt Robert's Rules of Order for conduct of business meetings. The Secretary shall function as a parliamentarian at business sessions.

#### Section 8. Support of Outside Organizations and Their Activities

- a) The Chapter can consider supporting outside organizations and their activities. Criteria for consideration of Chapter support include that the organization and activity must be focused on the communication of sound wetland science, management, and/or conservation. Chapter resources may be used for various purposes but they may not be used to support the salary or remuneration of the activity organizers.
- b) Requests from outside groups that do not include financial support by the Chapter may be entertained at any time and should be transmitted in writing (electronic or hard copy) to a member of the Chapter Board.
- c) Request for financial support will only be considered at official meetings of the Chapter Board, either at the annual or fall meetings. Requests must be received by a member of the Board in advance of the meeting. The request must include the following information: the purpose for which requested funds will be used and a justification for the need of the requested funds. Decisions on funding will be based on the justification, merit relative to other requests, and on the availability of funds within the Chapter account.

#### **BYLAWS**

#### WESTERN CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS

#### ARTICLE 1. NAME AND OBJECTIVES

- 1. The name of this chapter shall be the WESTERN CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Chapter. The objectives of the Chapter shall be to encourage communication of wetland issues and research activities among members and interested parties within the boundaries of the Western USA Chapter (California, Nevada, Arizona, Hawaii, and the U.S.-affiliated Pacific islands), and to sponsor meetings and other activities which foster interaction of wetland scientists and managers in the region. The Chapter shall be governed in all of its operation by the constitution and bylaws of the Society of Wetland Scientists (SWS).
- 2. The Chapter shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful activities for fostering, advancing, or accomplishing Chapter affairs and objectives, and to aid and assist other organizations whose objectives may further foster, advance, or accomplish Chapter objectives.
- 3. The Chapter shall not have nor exercise any power, nor directly or indirectly engage in any activity, that would cause the SWS to lose its exempt status from Federal income taxation as a corporation as described in Section 501 (c) (3) of the Internal Revenue Code of 1954 and its regulations, as the same now exist or as they may be amended in the future.

#### ARTICLE 2. MEMBERSHIP

Any member of the SWS who resides within the Chapter's boundaries is considered an active member of the Chapter. Herein, a "member in good standing" means a member whose dues are paid.

#### ARTICLE 3. GOVERNANCE

- 1. The Chapter shall be governed by an Executive Committee composed of the elected officers, and the chairs of all standing committees. The elected officers of the Chapter shall be a President, a President-elect, a Secretary, a Treasurer, a southern California representative, a northern California representative, a Nevada representative, an Arizona representative, and a representative from Hawaii and the U.S.-affiliated Pacific islands.
- 2. All former Chapter Presidents who are willing shall comprise a Past Presidents' Council. This council shall serve as an advisory body to the Executive Committee. Past Presidents may serve on the council for as long as they desire.

- 3. The President may appoint chairs to all standing committees identified in the Chapter bylaws and standing rules, with concurrence of the Executive Committee. If a standing committee chair is not an elected officer, he/she shall become a full voting member of the Executive Committee.
- 4. The terms of office shall be two years each for the President, the President-elect, and for all regional representatives. The terms of office shall be three years each for the Secretary and Treasurer. Upon completion of the President-elect's two year term, he/she shall automatically assume the office of President. Upon completion of the President's two-year term, he/she shall automatically become a member of Past Presidents' Council. Terms of office will commence and terminate immediately following the SWS annual meeting, except that the duties of the President in representing the Chapter on the Board of the Society of Wetland Scientists shall be scheduled as described in Article 5. Elections of officers shall be staggered to assure that the President and the regional representatives are not all elected or replaced during the same year. Elections will be held in March or April prior to the expiration of officers' terms.
- 5. If an officer or Executive Committee member, other than the President, cannot fulfill or complete his/her term of office, the Executive Committee is authorized to appoint a replacement by majority vote of the Executive Committee until the next scheduled election is held. If the President cannot fulfill or complete his/her term of office, the Immediate Past President shall assume the duties of President until the next scheduled election is held; following the election of a succeeding President-elect, the current President-elect shall assume the office of President. If both the President and the Immediate Past President are unable to fulfill or complete their terms of office, the President-elect shall assume the duties of President and shall serve both the remainder of the current President's term as well as his/her regular term as President.
- 6. Nominations for office may be made by any Chapter member in good standing. Any member in good standing shall be eligible for an elected office. Officers shall be elected by a majority of votes cast by members in good standing, conducted prior to the annual meeting. Election shall be by ballot. Ballots may be submitted via surface mail, electronic mail, or Internet polling, as determined to be fair and appropriate by the Executive Committee. The Secretary shall certify the voting status of members. Upon completion of counting the ballots, a majority of the Executive Committee must certify the election for the results to be considered valid.
- 7 Chapter Executive Committee meetings shall take place when called by the President or when a majority of the Executive Committee members judge that a meeting is needed. A quorum shall consist of no fewer than three members who are present in person or via telephone or other electronic communications medium in a form that allows interactive discussion of Chapter business. If a majority of the Executive Committee is not present at a Committee meeting, concurrence on decisions made during the meeting shall be obtained from a majority of the Executive Committee via email, telephone, or other medium.
- 8 The Executive Committee is authorized to act on behalf of the Chapter and its members during intervals between annual meetings. No member of the Chapter will represent the Chapter without the prior approval of the Executive Committee, nor represent the SWS without prior approval from the Society's Board of Directors.

#### ARTICLE 4. MEETINGS

The Chapter shall hold its annual business meeting at the annual meeting of the SWS, and the members present shall constitute a quorum for transaction of official business. The Chapter may also hold a Chapter meeting within the states or territories described in Article 1, Item 1. The Chapter may organize other local and/or regional meetings at other times and places as deemed appropriate by the Executive Committee.

#### ARTICLE 5. REPRESENTATION OF CHAPTER

- 1. The President shall serve as the Western Chapter representative at meetings of the Board of Directors of the Society of Wetland Scientists. The President shall represent the Chapter at the following Board meetings: (a) the "New" Board meeting held at the end of the annual SWS meeting in the year the President assumes office, (b) the Midyear Board meeting, and (c) the "Old" Board meeting held at the beginning of annual SWS meeting in the year following the President's assumption of office. If the president is not able to attend the Society Board meeting, then the Immediate Past President or President-elect, in that order, shall attend in the President's place. If none of these people are able to attend, then the President may designate another member of the Executive Committee to attend in the President's place. If no Executive Committee members are able to attend the Board of Directors meeting, then a written report of Chapter activities, if required, will be prepared by the President and delivered to the Secretary-General of the SWS.
- 2. The President, or any member in good standing, may be authorized by the Executive Committee to speak on behalf of the Chapter, representing Chapter positions on the technical, scientific, and/or management aspects (or interpretation thereof) of wetland-related issues, subject to the provisions identified in the Standing Rules for Adopting Position Statements. All approved statements shall be posted on the Chapter website.

#### ARTICLE 6. FUNDRAISING AND FEES

All Fundraising events and/or events that require payment of a registration fee shall be approved by the Executive Committee by 2/3 vote. No member shall solicit fees or donations on behalf of the Chapter or SWS without prior approval from the Executive Committee. An accounting of all fundraising and fee-based activities shall be maintained by the Treasurer.

#### ARTICLE 7. STANDING RULES

The Executive Committee is authorized to adopt and amend Standing Rules for conduct of Chapter business, as necessary, by majority vote. Standing rules shall include, but not be limited to, matters pertaining to Chapter finances, duties of Chapter officers, provisions for establishing standing committees or special committees, authorization of Chapter publications, and authorization of Chapter position statements. Standing rules shall be consistent with the SWS Policies and Procedures Manual.

#### ARTICLE 8. AMENDMENT OF BYLAWS

The Chapter bylaws may be amended by a two-thirds vote of the members in good standing attending any annual business meeting of the Chapter, provided that notice of the proposed amendment has been provided to the members at least 30 days prior to the date of the meeting. Voting on proposed changes to the bylaws may occur between annual business meetings via the Internet. If Internet voting is used, changes must be approved by two-thirds of the members in good standing who vote on the proposed amendment(s).

#### ARTICLE 9. DISSOLUTION OF THE CHAPTER

If the Chapter is dissolved, all Chapter net assets will be returned to the Society Treasurer.

#### STANDING RULES

#### WESTERN CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS

Section 1. Duties of the President. The President shall preside at the annual business meeting of the Chapter, shall authorize expenditures of Chapter funds as stipulated under the SWS Policy and Procedures Manual, and shall promote the interests of the Chapter in every reasonable way. The President shall represent the Chapter on the Board of Directors of the SWS and attend the "new" SWS Board meeting held at the end of the annual SWS meeting in the year the President assumes office, the mid-year SWS Board meeting, and the "old" Board meeting held at the beginning of the annual SWS meeting in the year following assuming office. The President shall appoint standing or special committees as required to promote the interests of the Chapter. Such committees shall serve until the conclusion of the next annual business meeting of the Chapter and may be reappointed at the discretion of the President. The President shall oversee Chapter programs and activities and shall solicit a Conference and Program Chair for Chapter conferences. The President shall serve as spokesperson for the Chapter on issues related to the facts or interpretations of wetland science, as authorized and directed by the Chapter's Executive Committee.

**Section 2. Duties of the President-elect.** The President-elect shall serve as the "assistant" to the President in the year prior to his/her assumption of the office of President, learning the roles and responsibilities of the President's office. The President-elect shall assist the President and shall perform the duties of the President whenever that person is temporarily unable to act. The President-elect shall take minutes/notes at Chapter meetings and shall provide those notes to the Secretary for dissemination to the Chapter's membership. To the extent practical, the President-elect shall attend the "Old," Midyear, and "New" SWS Board meetings.

**Section 3. Duties of the Past President.** All Past Presidents in good standing as members of SWS and the Chapter may serve as members of the Past Presidents' Council for as long as they desire and remain in good standing. The Past Presidents' Council shall serve to guide and mentor the President and the Executive Board in the completion of his/her duties, particularly with respect to Chapter relations with the Society and the SWS Board of Directors. The Immediate Past President shall serve as chair of the Nominations Committee.

**Section 4. Duties of the Secretary.** The Secretary shall maintain and update copies of the Chapter's bylaws and standing rules, , maintain the Chapter web page (along with the Chair of the Outreach and Communication Committee), and maintain the Chapter membership database. The Secretary shall organize and oversee Chapter elections in coordination with the Executive Committee. The Secretary shall maintain records of Chapter activities, including minutes of Chapter meetings.

**Section 5. Duties of the Treasurer.** The Treasurer shall maintain files and records of Chapter business, maintain financial ledgers and accounts of the Chapter, and process requests for payment. The Treasurer is responsible for coordinating with, and reporting to, the SWS Treasurer on all issues related to Chapter finances. The Treasurer shall keep the President and President-elect apprised of all issues related to Chapter finances.

Section 6. Duties of the Regional Representatives (Southern California representative, Northern California representative, Nevada representative, Arizona representative, and Hawaii representative). Regional Representatives are responsible for coordinating activities and disseminating Chapter and SWS information within their regions, representing the interest of members in their regions on the Executive Committee, and assisting in all other activities and initiatives undertaken by the Executive Committee.

#### Regions shall be defined as follows:

- a) The Northern California region consists of California from the Oregon border to the crest of the Tehachapi Mountains and/or the Transverse Ranges, eastward and northward to include the eastern escarpment of the Sierra Nevada.
- b) The Southern California region consists of California from the Mexican border to the crest of the Tehachapi Mountains and/or the Transverse Ranges, eastward and northward to include Death Valley, the Mojave Desert, Owens Valley, the White Mountains, and Mono Lake.
- c) The Nevada and Arizona regions are coterminous with each state's boundaries.
- d) The Hawaii region consists of the State of Hawaii, and the Hawaii representative shall also represent the SWS members in the U.S.-affiliated Pacific islands.

**Section 7. Salaries and Expenses.** Officers or committee-persons of the Chapter shall not receive a salary for Chapter-related activities; neither shall they receive any clerical or other expenses unless approved in advance by the Executive Committee. The Chapter shall reimburse half (50%) of the President's and the President-elect's reasonable out-of-pocket expenses for attending SWS Board meetings that are held within North America. Chapter reimbursement for attending Board meetings held in other regions shall be determined on a case-by-case basis. Additional travel expenses (above 50%) for the President and/or President-elect or their designee may be approved by the Executive Committee.

**Section 8.** Website. The Chapter shall maintain a website as a means of communication with the Chapter membership. The website will include reports of business from meetings of the SWS, solicitation of nominations for officers, announcements of meetings and elections, technical articles related to wetland science, updates on new federal, state, and local wetland regulations and court cases, position announcements, and other items of interest to members. The Secretary, in consultation with the President, shall determine the appropriateness of material for inclusion in the Chapter newsletter and website.

**Section 9. Standing Committees.** Standing committees, composed of members in good standing, shall be appointed by the President and shall assist in conducting the business of the Chapter. Chairs of standing committees shall be appointed by the President, upon concurrence of the Executive Committee. All standing committee chairs shall be members of the Executive Committee. If an appointed chair is not an elected officer, he/she shall automatically become a full voting member of the Executive Committee. Standing committees shall report at the annual business meeting of the Chapter. The term of duty for members of Standing Committees shall terminate at the time of the annual business meeting following the appointment, unless otherwise specified.

- a) Nominations Committee. This committee will be chaired by the Immediate Past President, and shall be responsible for recommending candidates for elected offices. Nominations for office are to be solicited from the membership through Chapter website or other Chapter communications, as appropriate.
- b) <u>Awards Committee</u>. This committee shall be responsible for evaluating candidates for the ASB student travel awards or other awards, and for communicating the recommendations to the Executive Committee for decision.
- c) Outreach and Communication Committee. This committee shall be responsible for maintaining and increasing membership of the Chapter, fostering communication with members, other professional societies, and public agencies on wetland-related topics. The chair of the Outreach and Communication committee shall assist in the Secretary in maintaining the Chapter website.
- d) <u>Special Issues Committee.</u> This committee shall be responsible for receiving and reviewing information concerning regional wetland and other issues from pertinent public, local, state, and federal agencies and other appropriate organizations. Upon recommendation from the Committee, the chairperson or his/her designee shall develop a position statement following the procedures outlined in Section 11 below.

**Section 10. Special/Ad hoc Committees.** Special committees may be appointed to assist the President and Executive Committee with activities or services that are generally short-term and of a non-recurring nature. Special Committees will report to the President and to the membership at the annual business meeting.

Section 11. Position Statements. Statements expressing the Chapter's position on technical, scientific, and/or management aspects (or interpretation thereof) of wetland-related issues shall be developed by the Special Issues Committee, as identified in the Bylaws and these Standing Rules. The proposed statement shall be consistent with the Constitution, Bylaws, and adopted policies of the SWS and the Bylaws and any adopted policies of the Chapter. The Chapter's statements shall be coordinated with the Wetland Concerns Committee of the SWS; the Chapter shall not issue any statement that is inconsistent with a position or statement enunciated by the SWS Wetland Concerns Committee.

The following process shall be followed in developing draft position statements:

- a) Any member of the Chapter in good standing may nominate an issue that falls within the purview of the Society and the Chapter for the consideration of the Special Issues Committee. The nomination shall include a description of the scientific, management, and/or other considerations that supports the nomination.
- b) The Special Issues Committee shall consider the nomination and shall determine whether a statement regarding the issue should be issued by the Chapter, weighing the submitted evidence and any other evidence deemed relevant by Committee members. If the Committee deems the issue to warrant a statement, the Committee shall prepare a draft statement for consideration by the Chapter's Executive Committee.

- c) A description of the issue for which a statement is being considered shall be circulated to the Executive Committee, together with a draft of the actual text of the proposed statement, a minimum of seven days prior to its distribution to the Chapter membership..
- d) Upon agreement from the Executive Committee, the draft statement shall be distributed to the chapter membership for a 30-day comment period. Following review by the membership, the Special Issues Committee shall revise the statement as the Committee deems appropriate. The "final" statement shall be resubmitted to the Executive Committee for their review and approval.
- e) The statement shall be considered "approved" by the Chapter's Executive Committee if at least half of the Executive Committee members concur with the proposed statement. The proposed statement may be modified to address objections or issues raised by the Executive Committee. If more than half of the members of the Executive Committee decline to concur with the final proposed statement, the statement shall not be made on the Chapter's behalf.
- f) The proposed statement shall be limited to addressing technical or scientific issues (or the interpretation of technical and scientific issues in other contexts) and shall not include opinions regarding regulatory or legal policies as such.
- g) Once approved, the final statement shall be posted on the Chapter website.

## Bylaws of the Biogeochemistry Section of the Society of Wetland Scientists

(revised June 17, 2020)

### ARTICLE I Names and Mission

The name of the group shall be the BIOGEOCHEMISTRY SECTION OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Section.

The principal office for the transaction of the business of the Section is hereby located at the business or home office of the current Chair. Whenever this location changes, the new location will be announced on the international Society of Wetland Scientists page at <a href="https://www.sws.org">www.sws.org</a>.

The mission of the Society of Wetland Scientists Biogeochemistry Section is to advance research and understanding of the biogeochemical phenomena that regulate wetlands, as well as their management applications.

Notwithstanding anything herein to the contrary, the Section shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent it from obtaining exemption from United States Federal income taxation as a corporation as described in Section 501 (c)(3) of the USA Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

For the administration of the affairs and the attainment of the objectives of the Section, as set forth in ARTICLES II through IX, the Section shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Section is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of suchobjectives.

#### ARTICLE II Membership

- 1. Any individual who is a member in good standing of the Society of Wetland Scientists with interest in the Section and furtherance of its objectives shall be eligible to join the Section. Individual members shall receive all membership benefits and are eligible to vote, as well as have the right to belong to more than one Section or Chapter within the Society.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

### ARTICLE III Section Objectives

The Biogeochemistry Section's objectives are to:

- a. Organize symposia on important developments in wetland biogeochemistry.
- b. Propose and fund initiatives that advance wetland biogeochemistry research and education.
- c. Encourage and support students engaged in wetland biogeochemistry research.
- d. Interact with other sections to enhance inter-disciplinary research.

### ARTICLE IV Officers and Board of Directors

- The Officers of the Section shall be Chair-Elect, Chair, and Immediate Past-Chair who are elected by the members of the Section. These three officers constitute the Executive Board of the Section who shall have the authority to meet in closed session.
- 2. Only Active Members in good standing shall be eligible for nomination for an elected office.
- 3. Terms/Timelines for Section officers:
  - a. The Chair-Elect shall serve for a term of one year and upon the termination of that office shall immediately become Chair.
  - b. The Chair shall serve for a term of one year and upon the termination of that office shall immediately become Past-Chair.
  - c. The Immediate Past-Chair shall serve for a term of one year and will vacate the Executive Board upon completion of their term.
  - d. The Chair shall serve as the head of the Executive Board of the Section and work in consultation with the Chair-Elect and Past-Chair to fulfill the Section duties during their term.
  - e. If any officer cannot fulfill or complete the term of office, the remaining members of the Executive Board are authorized to appoint a replacement until the next annual election is held.
  - f. If, following a request for nominations from all Section members, no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer(s) may continue to serve in the same position in excess of the term limits mentioned above.
  - g. The conclusion and initiation of terms for the Executive Officers will coincide with the SWS Annual Meeting.
- 4. The Chair of the Section shall represent the Section and their interests as a member of the Society of Wetland Scientists' Board of Directors.

### ARTICLE V Meeting and Voting

1. The Section shall strive to hold a Section Meeting each year at the international SWS Annual Meeting, which will include a business meeting, in accordance with Section 1 of the Standing Rules. After notifying all of the

- members, the Section Executive Board may cancel a Section Meeting or change the meeting location. If the international SWS Annual Meeting is canceled, the Executive Board may choose to schedule a Special Section Meeting.
- 2. A quorum for the transaction of official business of the Section shall consist of 30% of voting members present or responding.
- 3. The Chair shall request the most up-to-date list of Section members from the SWS business office just prior to conducting elections to ensure all eligible voting members are given the opportunity to do so.
- 4. The Section Executive Board and the Section membership may vote for officers, Bylaws and Standing Rule amendments via electronic vote. Voting results shall be announced through email.

#### **ARTICLE VI**

#### **Adoption of Standing Rules**

- 1. The Section Executive Board is authorized to adopt and amend Standing Rules necessary for conduct of Section business by a simple majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to Section finances.
  - b. Prescribed duties of Section officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Section.
  - d. Authorization for publications of the Section for the furtherance of its objectives.

### ARTICLE VII Amendment of Bylaws

- 1. The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a Section business meeting or respond to an electronic vote as authorized by the Section Executive Board. Proposals for amendments may be generated in the following ways:
  - a. Recommendation of a simple majority of the voting members of the Section Executive Board.
  - b. Petitions signed by not fewer than 30 % of the Section membership eligible to vote and presented to the Chair at least thirty days prior to the next annual Section business meeting. The Executive Board shall determine if the signatories are members in good standing within 30 days of receipt. The petition will be presented for a vote at the next business meeting or through electronic vote.
- 2. The international SWS Board of Directors is authorized to take whatever steps may be necessary, including amendments to the Section Bylaws and Standing Rules, to obtain and retain tax-exempt status

under Section 501(c)(3) of the Internal Revenue Code.

### ARTICLE VIII Dissolution of the Section

- 1. If the international SWS is dissolved, the Section is also dissolved, and all net assets will be distributed to a similar organization exempt under Section 501(c)(3) of the Internal Revenue Code. Designation of the organization(s) to receive said assets will be at the discretion of the international SWS Board of Directors.
- 2. A Section may be dissolved by two-thirds vote of the international SWS Board of Directors. Such an action may be based upon the Section having taken actioncontrary to or otherwise having failed to comply with its own Bylaws and Standing Rules or Bylaws and Standing Rules of the Society; failed to hold specific meetings; or otherwise failed to function as an active, effective arm of the Society. Upon dissolution of a Section, the records of that Section shall revert to the international SWS for disposal in the best interests of the former members of Section, or of the international SWS, as decided by the Board of Directors. All Section assets will revert to the international SWS, with a request that said assets be held for a period of not more than five years from the date of dissolution of the Section, for distribution to another Section with a similar area of interest, within the said five-year period. If another Section is not established with a similar area of interest, within the 5-year period of time, the international Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties in the best interests of the former members of the Section, or the international SWS, as decided by the international SWS Board of Directors.
- 3. In order to provide effective maintenance of a Section, the international SWS Board of Directors shall have the power to rename Sections, remove Section officers, or alter any other Section structural or functional aspect in order to provide for the viability of the Section or to maintain fiscal or legal requirements of the international Society. All such actions shall require a two-thirds vote of the international SWS Board of Directors. The international SWS Board shall consult with the affected Section, prior to changing structural or functional aspects of the Section.

### ARTICLE IX Society Representation

No member of the Society will represent the Society without the prior approval of the international SWS Board of Directors, nor represent the Section without prior approval of the Section Executive Board.

## Standing Rules of

## The Biogeochemistry Section of the Society of Wetland Scientists, Inc.

(June 17, 2020)

The following rules are established to assist in conducting the business of the Biogeochemistry Section.

#### Section 1. Duties of the Chair

The Chair of the Section shall be responsible for conducting the Section business, including the day-to-day direction of the Executive Board, establish special committees required for the business of the Section and exercise such other responsibilities determined from time to time by action of the Section or its Executive Board. The Chair shall preside at all meetings of the Section and shall serve as the Chairperson of the Executive Board.

The Chair shall strive to attend:

- the Annual Meeting of the international Society of Wetland Scientists, including the Board of Directors meeting, which generally occurs the day before the start of Annual Meeting,
- the Board of Directors Fall Budget Conference Call, and
- the Mid-year Board of Directors Conference Call of the Society,
- as well as participate in other Society meetings as appropriate.

Should the Chair be unable to attend the meetings noted above, he or she shall appoint another Executive Board member to attend the meeting on behalf of the Section. The Chair shall prepare and submit Section Reports, as directed by international SWS.

The Chair shall also initiate and ensure the completion of the following objectives, in cooperation with the Chair-Elect and Immediate Past-Chair:

- 1. Obtain and maintain an up-to-date email contact list for Section members (this can be obtained from the SWS business office).
  - a. Communicate with Section members as needed to conduct Section business and advance the objectives set forth in ARTICLE III of the Bylaws.
- 2. Chair the Section Meeting at the international SWS Annual Meeting.
- 3. Submit a proposal for one or more sessions at the SWS Annual Meeting. The proposed session should further the Section goals of:
  - Highlighting important developments in wetland biogeochemistry.
  - Interacting with other sections to enhance inter-disciplinary research.
- 4. Submit a Section budget to the SWS Board of Directors when requested. This budget should further the Section goals to:
  - Propose and fund initiatives that advance wetland biogeochemistry research and education.
  - Encourage and support students engaged in wetland biogeochemistry research.

#### Section 2. Duties of the Chair-Elect

Duties of the Chair-Elect are to assist the Chair as needed, and to perform the duties of the Chair when that officer is absent or unable to act.

#### Section 3. Duties of the Immediate Past-Chair

Duties of the Immediate Past-Chair are to assist the Chair as needed, and to perform the duties of the Chair-Elect when that officer is absent or unable to act.

#### Section 4. Dues and Fees

- Dues for membership in the Section will be paid to the international SWS and will be transferred to the Section as per the Standing Rules of the international SWS.
- Ten (\$10) dollars of dues received from each member will be allotted annually to the Section to which each member is affiliated. Members may choose to become affiliated with more than one Section at a cost of five (\$5) dollars for each additional Section. Additional Section dues will be allocated directly to the Section account. Additional requests for funds by Sections must be submitted to the SWS Board with written justification no later than three months prior to a meeting of the SWS Board of Directors and will be considered on a case-by-case basis.
- The cycle for membership in good standing will be on a calendar year basis, extending from January 1 to December 31. This term coincides with the fiscal year of the Section.

#### **Section 5. Special Committees**

Special Committees composed of Section members in good standing shall be appointed by the Section Chair in consultation with the Section Executive Board at any time for a period of one (1) calendar year from the date of appointment, unless reauthorized by the vote of the Section Executive Board. Special Committees are appointed to assist the Chair and the Executive Board with developing information, services, or programs, which are generally short term and of a non-recurring nature. The Committee(s) shall report to the Executive Board and the membership at the annual meeting.

#### **Section 6. Order of Business**

The agenda for a business session for an annual meeting of the Section shall include, but not necessarily be limited to, the following items:

- Call to order by the Chair;
- Report of the Chair;
- Report of the Executive Board;
- Other old business;
- Installation of newly elected officers;
- New business and petitions; and,
- Adjournment.

#### Section 7. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the Section will be available from the Executive Board upon request of any Section member and shall be made available on the international Society of Wetland Scientists Section website

page as well.

#### Section 12. Rules of Order

The Section will adopt Robert's Rules of Order. Additions for clarification will be identified in the international SWS Leadership Manual. The Section Immediate Past President shall serve as Parliamentarian.

### Bylaws of the Education Section of the Society of Wetland Scientists, (revised January 10, 2022)

#### ARTICLE I Names and Mission

The name of the group shall be the Education Section OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Section.

The principal office for the transaction of the business of the Section is hereby located at 1818 Parmenter Street, Suite 300 Middleton, Wisconsin 53562. Whenever this location changes, the new location will be announced on the international Society of Wetland Scientists website at <a href="https://www.sws.org">www.sws.org</a>.

The mission of the Society of Wetland Scientists (SWS) Education Section is to promote understanding, conservation, protection, restoration, science-based management and sustainability of wetlands. The main purpose of the Education Section is to promote wetland science education for students of all ages and for the general public.

The specific goals of the Education Section are to:

- a. Advance public education and enlightenment concerning wetland resources.
- b. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.

Notwithstanding anything herein to the contrary, the Section shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent it from obtaining exemption from United States Federal income taxation as a corporation as described in Section 501 (c)(3) of the USA Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

For the administration of the affairs and the attainment of the objectives of the Education Section, as set forth in ARTICLE I, a through f, the Education Section shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Education Section is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives

### ARTICLE II Membership

- Any individual who is a member in good standing of the Society of Wetland Scientists
  with interest in the Education Section and furtherance of its objectives shall be
  eligible to join the Section. Individual members shall receive all membership benefits
  and are eligible to vote.
- As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

## ARTICLE III Education Section Objectives

- 1. Provide professional development opportunities for teachers and instructors at annual and regional meetings of SWS through workshops and symposia.
- 2. Encourage the development and dissemination of educational materials and media about wetlands that can be incorporated into curricula at all educational levels.
- 3. Recognize teachers, organizations, and institutions who have made a significant contribution to improving the teaching and learning of wetland science.

## ARTICLE IV Officers and Board of Directors

- The Officers of the Education Section shall be Chair, Chair-Elect, Secretary-General, and Treasurer who are elected by the members, and the Immediate Past Chair. These five officers constitute the Executive Board of the Section who shall have the authority to meet in closed session.
- 2. Only Active Members in good standing shall be eligible for nomination for an elected office.
  - a. The Chair shall serve for a term of 2 years and upon the termination of that office shall immediately become Past Chair. The Chair may be re-elected for up to 3 consecutive terms. If no new or suitable candidates for any position(s) are nominated and elected, then the member in that position(s) may serve another term.
  - b. The Chair-Elect shall serve for a period of 2 years and shall automatically become Chair for the term following his or her term as Chair-Elect. If the Chair leaves office prior to completion of their term, the Chair-Elect shall assume the duties of the Chair.
  - c. The Secretary-General and Treasurer shall each serve for a period of 2 years. The terms of office for the Secretary-General and Treasurer shall be staggered so that

- their election does not normally coincide during the same year. They may be reelected for up to 3 consecutive terms. If no new or suitable candidates for any position(s) are nominated and elected, then the member in that position(s) may serve another term.
- d. If an officer other than the Chair cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until the next annual election is held. If any officer other than the Chair becomes temporarily unable to perform their duties, the Executive Board is authorized to appoint a temporary replacement until such time as they deem the original officer can return to their duties. If the Chair cannot fulfill or complete the term of office, either temporarily or permanently, then the Chair-Elect assumes the duties of the President (either temporarily or permanently, as the case may be).
- e. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position in excess of the term limits mentioned above.
- 3. The Section Leadership Team shall consist of the Executive Board, and the Chairs of any Standing Committees. Any number of Section Leadership Team attending a called meeting of the Section Leadership Team constitutes a quorum. The Section Leadership Team is authorized to conduct business and hold meetings at its discretion. All members of the Section Leadership Team shall be members in good standing. The Section Leadership Team may conduct business or hold meetings electronically or using conference telephone equipment or any other technology that allows everyone to exchange ideas.

## ARTICLE V Meeting and Voting

- 1. The Education Section shall meet once a year during the annual meeting of the Society of Wetland Scientists to discuss issues of interest to the Section. Other meetings of the Section may be held at a time and place designated by the Board.
- 2. A quorum for the transaction of official business of the Education Section shall consist of any number of voting members present.
- 3. The Secretary-General shall certify the voting eligibility of members.
- 4. The Section Board of Directors and the membership may vote for officers, Bylaw and Standing Rule amendments by mail or electronically. Voting results shall be announced electronically.

## ARTICLE VI Adoption of Standing Rules

- The Section Leadership Team is authorized to adopt and amend Standing Rules necessary for conduct of Section business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to Section finances.
  - b. Prescribed duties of Section officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Section
  - d. Authorization for publications of the Section for the furtherance of its objectives.

## ARTICLE VII Amendment of Bylaws

- The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a Section business meeting or respond to an electronic vote as authorized by the Section Board of Directors. Proposals for amendments may be generated in the following ways:
  - a. Recommendation of a majority of the voting members of the Section Board of Directors.
  - b. Petitions signed by not fewer than 50% of the Section membership eligible to vote and presented to the President at least thirty days prior to the next business meeting. The Secretary-General shall determine if the signatories are

members in good standing within 30 days of receipt. The petition will be presented for a vote at the next business meeting.

SWS Board of Directors is authorized to take whatever steps may be necessary, including amendments to the Section Bylaws and Standing Rules, to obtain and retain tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

## ARTICLE VIII Dissolution of the Education Section

- If the international SWS is dissolved, the Section is also dissolved and all net assets will be distributed to a similar organization exempt under Section 501(c)(3) of the Internal Revenue Code. Designation of the organization(s) to receive said assets will be at the discretion of the international SWS Board of Directors.
- 2. A Section may be dissolved by two-thirds vote of the international SWS Board of Directors. Such an action may be based upon the Section having taken action contrary to or otherwise having failed to comply with its own Bylaws and Standing Rules or Bylaws and Standing Rules of the Society; failed to hold specific meetings; or otherwise failed to function as an active, effective arm of the Society. Upon dissolution of a Section, the records of that Section shall revert to the international SWS for disposal in the best interests of the former members of the Section, or of the international SWS, as decided by the Board of Directors. All Section assets will revert to the international SWS, with a request that said assets be held for a period of not more than one-year from the date of dissolution of the Section, for distribution to another Section with a similar area of interest, within the said one-year period. If another Section is not established with a similar area of interest, within the one-year period of time, the international Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties in the best interests of the former members of the Section, or the international SWS, as decided by the international SWS Board of Directors.
- 3. In order to provide effective maintenance of a Section, the international SWS Board of Directors shall have the power to reorganize chapter boundaries, rename Sections, remove Section officers, or alter any other Section structural or functional aspect in order to provide for the viability of the Section or to maintain fiscal or legal requirements of the international Society. All such actions shall require a two-thirds vote of the international SWS Board of Directors. The international SWS Board shall consult with the affected Section prior to making any changes described above.

## ARTICLE IX Society Representation

1. No member of the Society will represent the Society without the prior approval of the international SWS Board of Directors, nor represent the Section without prior approval of the Section Executive Board.

## **Standing Rules** of The EDUCATION SECTION of the Society of Wetland Scientists, Inc. (Revised March 14, 2021)

The following rules are established to assist in conducting the business of the Education Section.

### Section 1. Duties of the Chair

The Chair of the Section shall be responsible for conducting the Section business, including the day-to-day direction of all committees and representatives, establish special committees required for the business of the and exercise such other responsibilities determined from time to time by action of the of Board of Directors. The Chair shall preside at all meetings and serve as the Chairman of the Board of Directors.

The Section Chair shall strive to attend:

- the Annual Meeting of the international Society of Wetland Scientists, including the Board
  of Directors meeting which generally occurs the day before the start of Annual Meeting
- the Board of Directors Fall Budget Conference call, and
- the Mid-year Board of Directors Conference Call of the Society,
- as well as participate in other Society meetings as appropriate.

Should the Chair be unable to attend the meetings noted above, he or she shall appoint another Executive Board member to attend the meeting on behalf of the Education Section. The Chair or their designee shall prepare and submit Chapter Reports, as directed by international SWS.

The term of office shall be two years and shall commence upon completion of the election process. Upon conclusion of that office, the Chair shall immediately become Past Chair.

#### Section 2. Duties of the Chair-Elect

Duties of the Chair-Elect are to assist the Chair and to perform the duties of the Chair when that officer is absent or unable to act. The Chair-Elect shall also serve as a member of the Symposium Committee in order to serve as a liaison between the Board of Directors, and the Symposium Committee for the SWS Annual Meeting being planned that year.

The Chair-Elect shall serve as Parliamentarian at meetings when the Immediate Past Chair is not available and shall act as Archives Liaison to international Society of Wetland Scientists staff, ensuring that appropriate Section documents are archived.

### Section 3. Duties of the Secretary-General

#### (All Items in this Section are mandatory statements.)

The Secretary shall have the following responsibilities:

- Record and read minutes of the annual meeting of the Education Section and all called
  meetings of the Board of Directors. Distribute minutes to Board members and to the
  webmaster; minutes shall be made available on the Education Section page of the
  international Society of Wetland Scientists website (www.sws.org).
- Request updated mailing list of Section members from international Society of Wetland Scientists.
- Certify eligibility of voting members.
- Direct all correspondence received to the appropriate board member as needed.
- Prepare and mail correspondence at the direction of Executive Board members.
- Maintain a file of correspondence and records of the Section business. Annually transmit old correspondence and records to the SWS business office.
- Maintain and update copies of the Bylaws and Standing Rules; make updated copies available on the website with assistance from the SWS Staff.
- Prepare semi-annual reports of membership status and present reports at the meetings of the Board of Directors and to the membership at the Annual Meeting.
- Serve as the Chairperson of the Membership Committee.
- Prepare and disburse information pertinent to increasing membership.
- Oversee development, procurement, and distribution of Section stationary, brochures, postage, photocopying, and other items as needed or directed.

### Section 4. Duties of the Treasurer

- Administer the financial resources of the Section in accordance with all applicable rules and requirements set by the International Society of Wetland Scientists, and laws of local, state or federal governments.
- Pay all bills of the Section as authorized by the Chair or the Board of Directors.
- Review the Section monthly financial statements.
- Prepare annual budgets and statements as necessary and present a report on the budget at the annual meeting of the. Section

## Section 5. Duties of the Immediate Past Chair

- Chair the Nominating Committee and Bylaws Committee.
- Perform the duties of Chair if both the Chair and Chair-Elect are unable to act.
- Responsible for updating and maintaining the Bylaws and Standing Rules.
- Serve as Parliamentarian at meetings.
- Shall remain a voting member of the Board while Past Chair.

### Section 6. Salaries, Expenses, and Authority to Commit Funds

- Officers and Directors of the Education Section shall not receive any salary or clerical
  or other expenses unless approved by the Board of Directors in advance.
- International SWS encourages the Section to provide funds for the Chair of Education Section to attend International SWS Annual Meeting, and to this end, a travel expense line item shall be incorporated into the annual budget as approved each fiscal year.
   Funds provided by the Section for attendance of the Section Chair at the Annual Meeting will only occur if the Section has sufficient funds and if the Chair is unable to fund their own attendance to the Annual Meeting.
- The Board of Directors should review and authorize any single expenditure that has financial consequences for the Section in amounts greater than \$100.00.
- The Chair of the Section shall review and sign any contract that involves legal exposure
  or has financial consequences for the Section. For Section expenditures, single
  commitments with financial consequences greater than 100% of the Section's assets
  also require the international SWS President's signature.

#### Section 7. Dues and Fees

- Dues for membership in the Section will be paid to the international SWS and will be transferred to the Section as per the Standing Rules of the international SWS.
- Ten (\$10) dollars of dues received from each member will be allotted annually to the
  Section to which each member is affiliated. Members may choose to become affiliated
  with more than one Section at a cost of five (\$5) dollars for each additional Section.
  Additional Chapter and Section dues will be allocated directly to the Chapter or Section
  account. Additional requests for funds by Chapters or Sections must be submitted to
  the SWS Board of Directors with written justification no later than three months prior
  to a meeting of the SWS Board of Directors and will be considered on a case-by-case
- The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the Education Section.

### **Section 8. Standing Committees**

Standing committees shall assist the Chair and Board of Directors in the conduct of the affairs of the Education Section. The Chairperson of each standing committee shall report at the

Section annual meeting and shall provide a written report to the Section Chair and Archives Liaison (Section Chair-Elect). The Chairs of the standing committees also shall provide any additional useful information or documents to the Archives Liaison.

New Standing Committee members (Section members in good standing) and committee Chairs shall be appointed by the Section Chair in consultation with the Executive Board and/or Committee Chairs as soon as possible after the Section annual meeting. The Section Chair will notify all committee members and committee Chairs of their appointments and

will notify the SWS Staff so that all relevant documents, as well as the Section website can be updated. The Section Chair will charge each committee Chair with specific responsibilities after the Section annual meeting and throughout the year, and Chairs shall report to the Section Chair. Standing Committees shall assist the Section Chair and Board of Directors in the conduct of the affairs of the Section. Standing Committees may establish subcommittees upon approval by the Executive Board. The committee Chair should submit a written request to the Executive Board stating the need for the subcommittee, basic subcommittee responsibilities, membership size, and protocols and procedures. The Chair of each Standing Committee shall report at the Annual Meeting of the Section.

- Awards and Grants Committee: This committee shall be responsible for developing and
  implementing an Education Section awards program recognizing various categories of
  outstanding individual and organizational contributions to furthering the objectives of
  the Education Section or advancing wetland science of relevance to education and public
  outreach issues and wetlands. This committee will also work to develop and implement
  research and education grants for members in good standing, in order to promote the
  objectives of the Education Section. Student applications should be solicited actively and
  should be prioritized in the selection process.
- Bylaws and Standing Rules Committee: This committee serves as the Section's official
  authority regarding all matters pertaining to the organization's Bylaws and Standing
  Rules. This committee shall be responsible for ensuring that the Bylaws and Standing
  Rules are accurately maintained and updated in accordance with the international SWS's
  Bylaws. This committee shall consist of the Immediate Past Chair, the Chair, and the
  Chair-Elect. If the Immediate Past Chair is not available, the Chair shall appoint a
  member in good standing, preferably one who has served as an officer of the Society of
  Wetland Scientists (regional Chapter, Section or international).
- Communication/Publicity Committee: This Committee shall be responsible for
  disseminating information regarding Section activities and wetlands issues relevant to
  the Section. This Committee will collaborate with the Membership Committee in order to
  increase the membership of the Section. This Committee shall work collaboratively with
  the Education Committee and the Future Symposia Committee to publicize and
  communicate about Section events and activities. Primary duties of this committee
  include updates to the Section website, maintenance of social media, and production of
  Section newsletter(s). Subcommittees may be formed within this committee.
- Education Committee: The Committee shall be responsible for developing a program of events, field trips, workshops, lectures that will enhance the value of Section membership. This committee will collaborate with the Communication/Publicity Committee with regard to publication of announcements of the activities referenced above. They will also collaborate with the Membership Committee to use education events to promote membership. The Education Committee will work with SWS student chapters and wetlands college programs in education or public outreach to promote interest in wetlands and SWS student membership among Section students. Subcommittees may be formed within this committee.
- Future Section Symposia/Workshop Committee: This committee plans future Section Symposia and or workshops. This committee shall be Chaired by the Section Chair-Elect, and should include at least 3 members in good standing, often including members of the Section Executive Board. The Committee shall be responsible for developing the theme and programming and venue for the Section Symposia and shall work collaboratively with

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international SWS Staff to coordinate logistical arrangements (registration, publicity, etc.). This committee shall work collaboratively with the Communication/Publicity Committee and SWS Staff to publicize the Section Symposia. Subcommittees may be formed within this committee.

- Membership Committee: The Committee shall be responsible for maintaining and
  increasing the membership of the Section and shall take appropriate measures to
  attract new members. The Committee shall consist of the Secretary-General, who
  shall be Chairperson, and at least two other members. This Committee will collaborate
  with the Communication/Publicity Committee and Education Committee.
- Nominations Committee: This committee shall solicit candidate nominations, announce a
  slate of nominees to the Board of Directors, and ask and each candidate to complete the
  Candidate Profile Form for inclusion in an electronic ballot developed by SWS staff. The
  Committee will consist of the Immediate Past Chair as committee chair and two (2)
  Section members in good standing who are not currently serving on the Executive Board,
  but who have been active in the Section recently.
- Ways and Means Committee: The committee shall be responsible for matters relating to the financial growth of the Section:
  - 1) Outreach and liaison between the Section and private and public organizations and individuals interested in providing financial gifts or endowments to further the educational, charitable, and scientific objectives of the Education Section;
  - 2) Proposing and conducting capital campaigns for the Education Section; and
  - 3) Reviewing and providing oversight of contracts for major activities of the Education Section.

#### **Section 9. Special Committees**

Special Committees composed of Section members in good standing shall be appointed by the Section Chair in consultation with the Section Board of Directors at any time for a period of two (2) calendar years from the date of appointment unless reauthorized by the vote of the Section Board. Special Committees are appointed to assist the Section Chair and the Board of Directors with developing information, services, or programs, which are generally short term and of a non-recurring nature. The Special Committee(s) shall report to the Section Board of Directors and the membership at the annual meeting.

#### Section 10. Order of Business

The agenda for a business session for an annual meeting of the Section shall include, but not necessarily be limited to, the following items:

- Call to order by the Chair;
- Report of the Chair;
- Report of the Secretary-General;
- Report of the Treasurer;
- · Other old business;
- Installation of newly elected officers;
- New business and petitions; and,
- Adjournment.

## Section 11. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the Education Section will be available from the ByLaws Committee upon request Of any Section member and shall be made available on the international Society of Wetland Scientists website page, as well.

#### Section 12. Rules of Order

The Education Section will adopt Robert's Rules of Order. Additions for clarification will be identified in the international SWS Leadership Manual. The Section Immediate Past Chair shall serve as Parliamentarian.



## Bylaws of the Peatlands Section of the Society of Wetland Scientists revised 20/06/2019

#### **ARTICLE 1: Name**

The name of the group shall be the PEATLANDS SECTION OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Peatlands Section.

#### **ARTICLE 2: Mission**

The mission of the Peatlands Section is to advance research and applications related to peatlands.

Peatlands represent a major component of the terrestrial biosphere, covering about 3-4% of the land surface, and represent more than half of the world's wetland area. The factors responsible for peatland formation and the physical, hydrological, biogeochemical, and biological processes for sustaining peatland ecosystems are quite different from those of non-peatland wetlands, which can lead to different methods and skill-sets required for their study and management. In addition, peatlands require specialized or tailor-made approaches to deal with environmental, economic and social management and conservation issues that are different from non-peatland wetlands. Given the importance of peatlands around the world, there is a need to provide opportunities for more peatland specialists to participate in SWS activities. The Peatlands Section also provides the means for the SWS to interact with its sister wetland societies that focus only on peatlands (i.e. International Peat Society, International Mire Conservation Group, Peatlands Research Group of the British Ecological Society).

Activities of the Peatlands Section include:

- Organizing symposia on important developments in peatland research.
- Propose and fund initiatives that advance peatland research and education.
- Encourage and support students engaged in peatland research.
- Interact with other sections to enhance inter-disciplinary research.

The Peatlands Section shall be a subdivision of the Society of Wetland Scientists and shall be governed by the Constitution and Bylaws of that Society.

### **ARTICLE 3 - Membership**

Any individual who is a member in good standing of the Society of Wetland Scientists with interest in the Peatlands Section and furtherance of its objectives shall be eligible to join the Section. Individual members shall receive all membership benefits and are eligible to vote. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

#### **ARTICLE 4 - Officers**

The Officers of the Peatlands Section shall be Chair, Chair-Elect, and past-Chair, who are elected by the members by an electronic ballot. These three officers constitute the Executive Committee of the Peatlands section who shall have the authority to meet in closed session. Only Active Members in good standing shall be eligible for nomination for an elected office. The Chair shall preside at the business meetings of the Section, authorize expenditures of Section funds, promote the interests of the Section, ensure that a symposium or other activity is organized in advance for the annual SWS meeting and represent the Section on the SWS Board of Directors.

The Chair shall serve for a term of 2 years and upon the termination of that office shall immediately become Past Chair for 2 years. The Chair-Elect shall serve for a period of 2 years and shall automatically become Chair for the term following his or her term as Chair-Elect. If the Chair leaves office prior to completion of their term, the Chair-Elect shall assume the duties of the Chair.

### **ARTICLE 5 - Meetings**

The Peatlands Section shall meet once per year at the annual meeting to discuss issues of interest to the Section. A quorum for the transaction of official business of the Section shall consist of any member present at the annual meeting. In intervals between annual meetings the Executive Committee may act for the Section.

### **ARTICLE 6 - Adoption of Standing Rules**

The Peatlands section Executive Committee is authorized to adopt and amend Standing Rules necessary for conduct of Section business by a majority vote.

The Standing Rules must include, but shall not be limited to, the following:

- a. Matters pertaining to Section finances.
- b. Prescribed duties of Section officers.
- c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Section.
- d. Authorization for publications of the Section for the furtherance of its objectives.

### **ARTICLE 6: Amendments of the Bylaws**

These Bylaws may be amended by a two-thirds majority of those members in good standing present and voting at any annual meeting of the Section or by a two-third majority of those members in good standing that take part in an electronic ballot.

## **ARTICLE 7: Dissolution of the Section**

If the SWS is dissolved, the Peatlands section is also dissolved and all net assets will be distributed in accordance with the SWS bylaws and standing rules.

The dissolution of a section may be done in accordance with the SWS bylaws and standing rules. All Peatlands Section assets will revert to the international SWS, with a request that said assets be held for a period of not more than five years from the date of dissolution of the Peatlands Section, for distribution to another Chapter that may be established in approximately the same geographic area, or another Section with a similar area of interest, within the said five-year period. If another Chapter or Section is not established in the said area, or with a similar area of interest, within the 5-year period of time, the international Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties in the best interests of the former members of the Section, or the international SWS, as decided by the international SWS Board of Directors.

## **ARTICLE 8 - Society Representation**

No member of the Society will represent the Society without the prior approval of the international SWS Board of Directors, nor represent the Peatlands Section without prior approval of the Peatlands Section Executive Board.



## Standing rules of the Peatlands Section of the Society of Wetland Scientists revised 30/05/2019

## The following rules are established to assist in conducting the business of the Peatlands section.

## Section 1. Duties of the Chair

The Chair of the Peatlands Section shall be responsible for conducting the Section business, including the day-to-day direction of all committees and representatives, establish special committees required for the business of the and exercise such other responsibilities determined from time to time by action of the Section or its Executive committee. The Chair shall preside at all meetings of the Section and shall serve as the Chairman of the Executive committee. The Chair shall record and distribute minutes of the Section meetings to Section members. The chair should also request an updated mailing list of the Section members from international Society of Wetland Scientists. The Chair shall also maintain and update copies of the Bylaws and Standing Rules; and make updated copies available on the website with assistance from the SWS Staff.

The Chair shall also administer the financial resources of the Section in accordance with all applicable rules and requirements set by the International Society of Wetland Scientists, and laws of local, state or federal governments; pay all bills of the Section; review the Section monthly financial statements; prepare annual budgets and statements as necessary; and present a report on the budget at the annual meeting of the Section.

### The Chair shall strive to attend:

- the Annual Meeting of the international Society of Wetland Scientists, including the Board of Directors meeting which generally occurs the day before the start of Annual Meeting
- the Board of Directors Fall Budget Conference call, and
- the Mid-year Board of Directors Conference Call of the Society,
- as well as participate in other Society meetings as appropriate.

Should the Chair be unable to attend the meetings noted above, he or she shall appoint another Executive committee member to attend the meeting on behalf of the Section. The Chair shall prepare and submit Section Reports, as directed by international SWS.

The term of office shall be 2 years and shall commence upon completion of the election process. Upon conclusion of that office, the Chair shall immediately become Past Chair.

#### Section 2. Chair-Elect

Duties of the Chair-Elect are to assist the Chair and to perform the duties of the Chair when that officer is absent or unable to act. The Chair-elect is a member of the Executive Committee.

## Section 3. Duties of the Immediate Past Chair

Performs the duties of Chair if both the Chair and Chair-Elect are unable to act and is a member of the Executive Committee.

### Section 4. Salaries, Expenses, and Authority to Commit Funds

- Officers and Directors of the Peatlands Section shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.
- The Executive Committee should review and authorize any single expenditure that has financial consequences for the Section in amounts greater than \$500.
- The Chair of the Section shall review and sign any contract that involves legal exposure or has financial consequences for the Section. For Section expenditures, single commitments with financial consequences greater than 100% of a Chapter's assets also require the international SWS President's signature.

#### Section 5. Dues and Fees

- Dues for membership in the Section will be paid to the international SWS, and will be transferred to the Section as per the Standing Rules of the international SWS.
- Ten (\$10) dollars of dues received from each member will be allotted annually to the Section to which each member is affiliated. Members may choose to become affiliated with more than one Section at a cost of five (\$5) dollars for each additional Section. Additional Section dues will be allocated directly to the Section account. Additional requests for funds by Sections must be submitted to the SWS Board with written justification no later than three months prior to a meeting of the SWS Board of Directors and will be considered on a case-by-case basis.
- The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the Section.

### **Section 6. Standing Committees**

Standing committees, when necessary, shall assist the Chair and executive committee in the conduct of the affairs of the Section. The leader of each standing committee shall report at the Section annual meeting. The Chair will charge each committee leader with specific responsibilities after the Section annual meeting and throughout the year. Committees may include an Awards and Grants Committee; a Bylaws and Standing Rules Committee; a Communication and Publicity Committee; an Education Committee; a Meeting / Symposia Committee; and a Membership Committee.

## **Section 7. Order of Business**

The agenda for a business session for an annual meeting of the Section shall include, but not necessarily be limited to, the following items:

- Call to order by the Chair;
- Report of the Executive Committee (including treasury);
- Report of the Standing Committees;
- Other old business;

- Installation of newly elected officers;
- New business and petitions; and,
- Adjournment.

## Section 8. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the Section will be available from the Executive Committee upon request of any Section member and shall be made available on the international Society of Wetland Scientists Section website page as well.

### Section 9. Rules of Order

The Section will adopt Robert's Rules of Order. Additions for clarification will be identified in the international SWS Leadership Manual.

# Bylaws of the Public Policy and Regulation Section of the Society of Wetland Scientists

(revised 7-30-21)

## ARTICLE I Names and Mission

The name of the group shall be the PUBLIC POLICY AND REGULATION SECTION OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the Public Policy and Regulation Section.

The principal office for the transaction of the business of the Public Policy and Regulation Section is hereby located at 1818 Parmenter Street, Suite 300 Middleton, Wisconsin 53562. Whenever this location changes, the new location will be announced on the Society of Wetland Scientists at www.sws.org.

The mission of the Society of Wetland Scientists Public Policy and Regulation Section is to promote understanding, conservation, protection, restoration, science-based management, and sustainability of wetlands. In addition, to the mission statement, the purpose of the Public Policy and Regulation Section is to identify and address public policy and regulatory issues that either directly or indirectly affect the protection, conservation, restoration, and sustainability of wetlands.

The general purposes of the Public Policy and Regulation Section are to:

- a. Operate solely and exclusively as a non-profit and educational organization to foster conservation and understanding of wetland issues of particular interest to the Section.
- b. Advance public education and enlightenment concerning public policy and regulation pertaining to wetland resources.
- c. Provide an independent forum for an interchange of ideas and data focusing on wetland research and restoration in public policy and regulation.
- d. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research in public policy and regulation.
- e. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice with a focus on public policy and regulation of wetlands and issues.
- f. Encourage the knowledgeable management of wetland resources relating to public policy and regulation.
- g. Identify and bring to the attention of the Executive Board of SOCIETY OF WETLAND SCIENTISTS any Public Policy and Regulation issues the Section deems important to the mission of SOCIETY OF WETLAND SCIENTISTS.

Notwithstanding anything herein to the contrary, the Public Policy and Regulation Section shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent it from obtaining exemption from United States Federal income taxation as a corporation as described in Section 501 (c)(3) of the USA Internal Revenue Code of 1954 and its Regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

For the administration of the affairs and the attainment of the objectives of the Public Policy and Regulation Section, as set forth in ARTICLE I, a through f, the Public Policy and Regulation Section shall have the power, either directly or indirectly, either alone or in conjunction or co-operation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the Public Policy and Regulation Section is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

## ARTICLE II Membership

- 1. Any individual who is a member in good standing of the Society of Wetland Scientists with interest in the Public Policy and Regulation Section and furtherance of its objectives shall be eligible to join the Public Policy and Regulation Section. Individual members shall receive all membership benefits and are eligible to vote.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

### ARTICLE III

### Public Policy and Regulation Section Objectives

- a. Facilitate interactions among wetland scientists who are experienced with or who are interested in public policy and regulation.
- b. Sponsor and develop symposia, workshops, and other events related to wetland policy and regulation.
- c. Advise the SOCIETY OF WETLAND SCIENTISTS leadership (Executive Board, Board of Directors), chapters, and members dealing with public policy and regulatory issues.
- d. In consultation with the Executive Board, aid in the development and writing of SOCIETY OF WETLAND SCIENTISTS policy papers and comment letters.
- e. In consultation with the Executive Board, represent SOCIETY OF WETLAND SCIENTISTS in interactions with policy makers and regulators.
- f. Strive to implement the SOCIETY OF WETLAND SCIENTISTS Strategic Plan components directly related to the Public Policy and Regulation Section.

## ARTICLE IV Officers and Board of Directors

- 1. The Officers of the Public Policy and Regulation Section shall be President, Secretary, and Treasurer who are elected by the members of the section. These three officers constitute the Executive Board of the Public Policy and Regulation Section who shall have the authority to meet in closed session.
- 2. Only active members in good standing shall be eligible for nomination for an elected office.

#### 3. Executive Board

- a. The President shall serve for a term of 3 years. The President may be re-elected for up to 3 consecutive terms.
- b. The Secretary and Treasurer shall each serve for a period of 3 years. The terms of office for the Secretary and Treasurer shall be staggered so that their election does not normally coincide during the same year. They may be re-elected for 3 consecutive terms.
- c. If an officer other than the President cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until the next annual election is held. If any officer other than the President becomes temporarily unable to perform their duties, the Executive Board is authorized to appoint a temporary replacement until such time as they deem the original officer can return to their duties. If the President cannot fulfill or complete the term of office, either temporarily or permanently, then the Secretary assumes the duties of the President (either temporarily or permanently, as the case may be).
- d. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position more than the term limits mentioned above.
- e. A student member, whose focus is on wetland policy and regulation, may be nominated and elected to the board where appropriate and if a suitable student is identified for a term of up to 3 years.
- 4. The Section Leadership Team shall consist of the Executive Board and the Chairs of any Standing Committees. Any number of Section Leadership Team attending a called meeting of the Section Leadership Team constitutes a quorum. The Section Leadership Team is authorized to conduct business and hold meetings at its discretion. All members of the Section Leadership Team shall be members in good standing. The Section Leadership Team may conduct business or hold meetings electronically or using conference telephone equipment or any other technology that allows everyone to exchange ideas.

## ARTICLE V Meeting and Voting

- 1. The Public Policy and Regulation Section shall meet a minimum of 2 times a year to discuss issues of interest to the Public Policy and Regulation Section.
- 2. A quorum for the transaction of official business of the Public Policy and Regulation Section shall consist of 51% of voting members present.
- 3. The Secretary shall certify the voting eligibility of members.
- 4. The Public Policy and Regulation Section Board of Directors and the membership may vote for officers, Bylaw and Standing Rule amendments by mail or electronically. Voting results shall be announced electronically.

## ARTICLE VI Adoption of Standing Rules

- 1. The Public Policy and Regulation Section Leadership Team is authorized to adopt and amend Standing Rules necessary for conduct of Public Policy and Regulation Section business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to Public Policy and Regulation Section finances.
  - b. Prescribed duties of Public Policy and Regulation Section officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the Public Policy and Regulation Section.
  - d. Authorization for publications of the Public Policy and Regulation Section for the furtherance of its objectives.

# ARTICLE VII Amendment of Bylaws

- 1. The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a Public Policy and Regulation Section business meeting or respond to an electronic vote as authorized by the Section Board of Directors. Proposals for amendments may be generated in the following ways:
  - a. Recommendation of a majority of the voting members of the Public Policy and Regulation Section Board of Directors.
  - b. Petitions signed by not fewer than 51% of the Public Policy and Regulation

Section membership eligible to vote and presented to the President at least thirty days prior to the next business meeting. The Secretary shall determine if the signatories are members in good standing within 30 days of receipt. The petition will be presented for a vote at the next business meeting.

2. The SOCIETY OF WETLAND SCIENTISTS Board of Directors is authorized to take whatever steps may be necessary, including amendments to the Public Policy and Regulation Section Bylaws and Standing Rules, to obtain and retain tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

## ARTICLE VIII Dissolution of the Public Policy and Regulation Section

- 1. If the SOCIETY OF WETLAND SCIENTISTS is dissolved, the Public Policy and Regulation Section is also dissolved, and all net assets will be distributed to a similar organization exempt under Section 501(c)(3) of the Internal Revenue Code. Designation of the organization(s) to receive said assets will be at the discretion of the SOCIETY OF WETLAND SCIENTISTS Board of Directors.
- 2. A Section may be dissolved by two-thirds vote of the SOCIETY OF WETLAND SCIENTISTS Board of Directors. Such an action may be based upon the Section having acted contrary to or otherwise having failed to comply with its own Bylaws and Standing Rules or Bylaws and Standing Rules of the Society; failed to hold specific meetings; or otherwise failed to function as an active, effective arm of the Society. Upon dissolution of a Section, the records of that Section shall revert to the SOCIETY OF WETLAND SCIENTISTS for disposal in the best interests of the former members of Section, or of the SOCIETY OF WETLAND SCIENTISTS, as decided by the Board of Directors. All Section assets will revert to the SOCIETY OF WETLAND SCIENTISTS, with a request that said assets be held for a period of not more than one-year from the date of dissolution of the Section, for distribution to another Chapter that may be established in approximately the same geographic area, or another Section with a similar area of interest, within the said one-year period. If another Chapter or Section is not established in the said area, or with a similar area of interest, within the one-year period of time, the SOCIETY OF WETLAND SCIENTISTS parent organization may distribute all assets, accrued income and other properties in the best interests of the former members of the former members of the Section, or the SOCIETY OF WETLAND SCIENTISTS, as decided by the SOCIETY OF WETLAND SCIENTISTS Board of Directors.
- 3. In order to provide effective maintenance of a Section, the SOCIETY OF WETLAND SCIENTISTS Board of Directors shall have the power to reorganize chapter boundaries, rename Sections, remove Section officers, or alter any other Section structural or functional aspect in order to provide for the viability of the Section or to maintain fiscal or legal requirements of SOCIETY OF WETLAND SCIENTISTS. All such actions shall require a two-thirds vote of the SOCIETY OF WETLAND SCIENTISTS Board of Directors.

The SOCIETY OF WETLAND SCIENTISTS Board shall consult with the affected chapter, prior to changing chapter boundaries.

# ARTICLE IX Society Representation

No member of the Society will represent the Society without the prior approval of the SOCIETY OF WETLAND SCIENTISTS Board of Directors, nor represent the Section without prior approval of the Section Executive Board.

# The Standing Rules of the Public Policy and Regulation Section of the Society of Wetland Scientists

(Revised 7/30/21)

The following rules are established to assist in conducting the business of the Public Policy and Regulation Section.

### **Section 1. Duties of the President**

The President of the Public Policy and Regulation Section shall be responsible for conducting the Section business, including the day-to-day direction of all committees and representatives, establish special committees required for the business of the Section and exercise such other responsibilities determined from time to time by action of the Public Policy and Regulation Section Board of Directors. The President shall preside at all meetings of the Section and serve as the Chairman of the Public Policy and Regulation Section Board of Directors. or its Board and shall

The President shall strive to attend:

- The SOCIETY OF WETLAND SCIENTISTS Annual Meeting including the Board of Directors meeting which generally occurs the day before the start of Annual Meeting.
- The Board of Directors Fall Budget Conference call
- The Mid-year Board of Directors Conference Call of the Society,
- Participate in other Society meetings as appropriate.

Should the President be unable to attend the meetings noted above, he or she shall appoint another Executive Board member to attend the meeting on behalf of the Section. The President or their designee shall prepare and submit Chapter Reports, as directed by SOCIETY OF WETLAND SCIENTISTS.

The term of office shall be 3 years and shall commence upon completion of the election process. Upon conclusion of that office, the President shall immediately become Past President.

## Section 2. Duties of the Secretary

The Secretary shall have the following responsibilities:

- Record and read minutes of the annual meeting of the Section and all called meetings
  of the Board of Directors. Distribute minutes to Board members and to the webmaster;
  minutes shall be made available on the Section pageof the SOCIETY OF WETLAND
  SCIENTISTS website (www.Society of Wetland Scientists.org).
- Request updated mailing list of Section members from SOCIETY OF WETLAND SCIENTISTS.
- Certify eligibility of voting members.

- Direct all correspondence received to the appropriate board member as needed.
- Prepare and mail correspondence at the direction of Executive Board members.
- Maintain a file of correspondence and records of the Section business. Annually transmit old correspondence and records to the SOCIETY OF WETLAND SCIENTISTS business office.
- Maintain and update copies of the Bylaws and Standing Rules; make updated copies available on the website with assistance from the SOCIETY OF WETLAND SCIENTISTS Staff.
- Prepare semi-annual reports of membership status and present reports at the meetings of the Board of Directors and to the membership at the Annual Meeting.
- Serve as the Chairperson of the Membership Committee.
- Prepare and disburse information pertinent to increasing membership.
- Oversee development, procurement, and distribution of Section stationary, brochures, postage, photocopying, and other items as needed or directed.

### Section 3. Duties of the Treasurer

The Treasurer shall have the following responsibilities:

- Administer the financial resources of the Section in accordance with all applicable rules and requirements set by SOCIETY OF WETLAND SCIENTISTS, and laws of local, state, or federal governments.
- Pay all bills of the Section as authorized by the President or the Board of Directors.
- Review the Section monthly financial statements.
- Prepare annual budgets and statements as necessary and present a report on the budget at the annual meeting of the Section.

# Section 5. Salaries, Expenses, and Authority to Commit Funds (All Items in this Section are mandatory statements.)

- Officers and Directors of the Section shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.
- SOCIETY OF WETLAND SCIENTISTS encourages Sections to provide funds for the President
  of Section to attend SOCIETY OF WETLAND SCIENTISTS Annual Meeting, and to this end, a
  travel expense line item shall be incorporated into the annual budget as approved each
  fiscal year.
- The Board of Directors should review and authorize all expenditures that has financial consequences for the chapter.
- The President of the Section shall review and sign any contract that involves legal exposure or has financial consequences for the Sections. For Section expenditures, single commitments with financial consequences greater than 100% of a Chapter's or Section's assets also require the SOCIETY OF WETLAND SCIENTISTS President's signature.

# Section 6. Dues and Fees (All Items in this Section are mandatory statements.)

- Dues for membership in the Section will be paid to the SOCIETY OF WETLAND SCIENTISTS and will be transferred to the Section as per the Standing Rules of the SOCIETY OF WETLAND SCIENTISTS.
- Ten (\$10) dollars of dues received from each member will be allotted annually to the Section to which each member is affiliated. Members may choose to become affiliated with more than one Section at a cost of five (\$5) dollars for each additional Section. Additional Chapter and Section dues will be allocated directly to the Chapter or Section account. Additional requests for funds by Chapters or Sections must be submitted to the SOCIETY OF WETLAND SCIENTISTS Board with written justification no later than three months prior to a meeting of the SOCIETY OF WETLAND SCIENTISTS Board of Directors and will be considered on a case-by-case basis.
- The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the Section.

## **Section 7. Standing/Optional Committees**

Standing committees shall assist the President and Board of Directors in the conduct of the affairs of the Section. The Chairperson of each standing committee shall report at the Section annual meeting and shall provide a written report to the Section President. The Chairs of the standing committees also shall provide any additional useful information or documents to the Archives Liaison.

New Standing Committee members (Section) members in good standing and committee Chairs shall be appointed by the President in consultation with the Executive Board and/or Committee Chairs as soon as possible after the Section annual meeting. The President will notify all committee members and Chairs of their appointments and will notify the SOCIETY OF WETLAND SCIENTISTS Staff so that all relevant documents, as well as the Section website can be updated. The President will charge each committee Chair with specific responsibilities after the Section annual meeting and throughout the year, and Chairs shall report to the President. Standing Committees shall assist the President and Board of Directors in the conduct of the affairs of the Section. Standing Committees may establish subcommittees upon approval by the Executive Board. The committee Chair should submit a written request to the Executive Board stating the need for the subcommittee, basic subcommittee responsibilities, membership size, and protocols and procedures. The Chair of each Standing Committee shall report at the Annual Meeting of the Section. The following committees will not be initially established, however as the roles and responsibilities of the Section evolve, the committees will be established if there is a need to do so.

 Optional Awards and Grants Committee: This committee shall be responsible for developing and implementing a Section awards program recognizing various categories of outstanding individual and organizational contributions to furthering the objectives of the Section or advancing wetland science of relevance to Section issues and wetlands. This committee will also work to develop and implement research and restoration grants for members in good standing, to promote the objectives of the Section. Student applications should be solicited actively and should be prioritized in the selection process.

- Optional Bylaws and Standing Rules Committee: This committee serves as the Section's official authority regarding all matters pertaining to the organization's Bylaws and Standing Rules. This committee shall be responsible for ensuring that the Bylaws and Standing Rules are accurately maintained and updated in accordance with the SOCIETY OF WETLAND SCIENTISTS's Bylaws. This committee shall consist of the President (chair), and Secretary. If the President is not available, the President shall appoint a member in good standing, preferably one who has served as an officer of the Society of Wetland Scientists (regional Chapter, Section or).
- Optional Communication/Publicity Committee: This Committee shall be responsible for disseminating information regarding Section activities and wetlands issues relevant to the Section. This Committee will collaborate with the Membership Committee in order to increase the membership of the Section. This Committee shall work collaboratively with the Education Committee and the Future Section Meetings/Symposia Committee to publicize and communicate about Section events and activities. Primary duties of this committee include updates to the Section website, maintenance of social media, chapter newsletter. Subcommittees may be formed within this committee.
- Optional Education Committee: The Committee shall be responsible for developing a program of events, field trips, workshops, lectures that will enhance the value of Section membership. This committee will collaborate with the Communication/Publicity Committee regarding publication of announcements of the activities referenced above. They will also collaborate with the Membership Committee to use education events to promote membership. The Education Committee will work with SOCIETY OF WETLAND SCIENTISTS student chapters and wetlands college programs in Section to promote interest in wetlands and SOCIETY OF WETLAND SCIENTISTS student membership among Section students. Subcommittees may be formed within this committee.
- Optional Future Section Meetings/Symposia Committee: This committee plans future Section Annual Meeting or Symposia. This committee shall be Chaired by an appointed chairman, and should include at least 3 members in good standing, often including members of the Section Executive Board. The Committee shall be responsible for developing the theme, programming and venue for the Section Symposia and shall work collaboratively with SOCIETY OF WETLAND SCIENTISTS Staff to coordinate logistical arrangements (registration, publicity, etc.). This committee shall work collaboratively with Communication/Publicity Committee and SOCIETY OF WETLAND SCIENTISTS Staff to publicize the Section Symposia. Subcommittees may be formed within this committee.
- Optional Membership Committee: The Committee shall be responsible for maintaining and increasing the membership of the Section and shall take appropriate measures to attract new members. The Committee shall consist of the Secretary, who shall be Chairperson, and at least two other members. This Committee will collaborate with the

Communication/Publicity Committee and Education Committee.

- Optional Nominations Committee: This committee shall solicit candidate nominations, announce a slate of nominees to the Board of Directors, and ask each candidate to complete the Candidate Profile Form for inclusion in an electronic ballot developed by SOCIETY OF WETLAND SCIENTISTS staff. The Committee will consist of the President as chair and two (2) Section members in good standing who are not currently serving on the Executive Board, but who have been active in the Section recently.
- Optional Ways and Means Committee: The committee shall be responsible for matters relating to the financial growth of the Section: outreach and liaison betweenthe Section and private and public organizations and individuals interested in providing financial gifts or endowments to further; 1) the educational, charitable, and scientific objectives of the Section; 2) proposing and conducting capital campaigns for the Section; and 3) reviewing and providing oversight of contracts for major activities of the Section.
- Special Committees: Special committees, composed of Section members in good standing shall be appointed by the Section President in consultation with the Section Board of Directors at any time for a period of three (3) calendar years from the date of appointment unless reauthorized by the vote of the Section Board. Special Committees are appointed to assist the President and the Board of Directors with developing information, services, or programs, which are generally short term and of a non-recurring nature. The Committee(s) shall report to the Section Board of Directors and the membership at the annual meeting.

## **Section 8. Order of Business**

The agenda for a business session for an annual meeting of the Section shall include, but not necessarily be limited to, the following items:

- Call to order by the President.
- Report of the President.
- Report of the Secretary.
- Report of the Treasurer.
- Other old business.
- Installation of newly elected officers.
- New business and petitions.
- Adjournment.

## Section 9. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the Section will be available from the Bylaws Committee upon request of any Section member and shall be made available on the Society of Wetland Scientists Section website page as well.

## **Section 10. Rules of Order**

The Section will adopt Robert's Rules of Order. Additions for clarification will be identified in the SOCIETY OF WETLAND SCIENTISTS Leadership Manual. The Section Secretary shall serve as Parliamentarian.



## Bylaws of the Ramsar Section of the Society of Wetland Scientists



#### May 2019

Article 1: NAME. The official name of this Section shall be "The Ramsar Section of the Society of Wetland Scientists"

**Article 2: PURPOSE.** The purpose of this Section shall be to advance research and application in Ramsar fields that regulate wetlands and to:

- Organize symposia on important developments and knowledge-gaps in the Ramsar Convention
- Propose and fund initiatives that advance Ramsar-related research and education.
- Encourage and support students engaged in Ramsar-related research,
- Interact with other Sections to enhance inter-disciplinary research.
- Provide a communication route between the Society of Wetland Scientists and the Ramsar Convention, particularly through representation on the Ramsar Scientific and Technical Review Panel
- Support governments and others in preparing designations of Ramsar Sites (Wetlands of International Importance).
- and pursue any additional activities that are consistent with the interests of the Section.

**Article 3: ORGANIZATION.** The Ramsar Section shall be a subdivision of the Society of Wetland Scientists and shall be governed by the Constitution and Bylaws of that Society.

**Article 4: MEMBERS.** Any member of the Society of Wetland Scientists who wishes to become a member of the Ramsar Section may do so upon payment of the designated dues.

Article 5: OFFICERS. The Executive Committee of the Ramsar Section shall be a Chair, Vice-Chair and Past-Chair. In addition, two ordinary members will form an Advisory Committee and serve in a voting capacity and as advisers to the Chair, Vice-Chair and Past-Chair. All committee members shall serve a term to coincide with the triennial cycle of the Ramsar Scientific and Technical Review Panel in order to support joint activities in the Memorandum of Cooperation between the Secretariat of the Convention on Wetlands (Ramsar, Iran 1971) and the Society of Wetland Scientists. The Chair, Vice-Chair and ordinary members shall be elected by majority vote taken by written and/or electronic ballot of members of the Section. The officers shall be installed at the Section business meeting. Officers

shall govern the Section with due consideration of the needs and expectations of the Section membership.

Article 6: CHAIR. The chairperson shall preside at the business meetings of the Section, authorize expenditures of Section funds, promote the interests of the Section, ensure that a symposium or other activity is organized in advance for the annual SWS meeting and represent the Section on the SWS Board of Directors.

Article 7: PAST-CHAIR. Upon completion of a fixed term (as defined in Article 5), the Chair shall serve as the Past-Chair of the Section and shall serve as a member of the Executive Committee of the Section

**Article 8: VICE CHAIR.** The Vice Chair shall serve for a fixed term (as defined in Article 5). He/she shall assume the duties of the Chair whenever that person is unable to serve.

Article 9: FINANCES. The necessary expenses of the Section shall be paid from the treasury of the Society and is subject to Society bylaws or standing rules that govern financial transactions. The President of SWS shall review and sign any single contract that involves legal exposure or has financial consequences for SWS in amounts greater than \$2000. Single expenditures with financial consequences greater than 75% of the Section's assets require the SWS President's signature. No officer or member of the Section shall have authority to incur any expense in the name of the Society, except as specified above. In the event that the Section is dissolved, its assets will be transferred to the general funds of the Society of Wetland Scientists.

**Article 10: EXECUTIVE COMMITTEE.** In intervals between annual meetings the Executive Committee composed of the Chair, Vice Chair, Past-Chair may act for the Section.

Article 11: MEETINGS. The Section shall hold its business meeting at the annual meeting of the SWS, and the members present shall constitute a quorum for transaction of official business. The Section will also organize Section meetings at other times and places as appropriate.

Article 12: REPORTS. The Chair shall prepare a report for the Secretary General in advance of meetings of the full SWS Board. The report will include past Section activities and plans for future activities.

Article 13: COMMUNICATION. The Section shall maintain and update a webpage and communicate regularly with Section members.

**Article 14: AMENDMENTS.** These Bylaws may be amended by a two-thirds majority of those members in good standing present and voting at any annual meeting of the Section, provided that notice has been given to all members sixty days in advance, or by a two-thirds majority of members voting in a ballot sent to all Section members.

## SWS Wildlife Section By-Laws January 19, 2009

Bylaws of the Wildlife Section of the Society of Wetland Scientists

Article 1: NAME. The official name of this Section shall be "The Wildlife Section of the Society of Wetland Scientists."

Article 2: PURPOSE. The purposes of this Section shall be to (*i*.) increase the quality of presentations regarding interactions between wetlands and wildlife at the SWS annual meeting; (*ii*.) increase awareness of SWS among wildlife management professionals who protect, manage and restore wetlands worldwide; (*iii*.) increase awareness of interactions between wildlife populations and wetland habitats among SWS members worldwide. These purposes will be accomplished primarily by organizing a symposium, workshop or other activity at the annual SWS meeting.

Article 3: ORGANIZATION. The Wildlife Section shall be a subdivision of the Society of Wetland Scientists and shall be governed by the Constitution and Bylaws of that Society.

Article 4: MEMBERS. Any member of the Society of Wetland Scientists who wishes to become a member of the Wildlife Section may do so upon payment of the designated dues.

Article 5: OFFICERS. The officers of the Wildlife Section shall be a Chair, Chair-Elect, and Past-Chair. The Chair-Elect shall be elected by majority vote taken by written and/or electronic ballot of members of the Section. The officers shall be installed at the Section business meeting. Officers shall govern the Section with due consideration of the needs and expectations of the Section membership.

Article 6: CHAIR. The chair shall preside at the business meetings of the Section, authorize expenditures of Section funds, promote the interests of the Section, and ensure that a symposium or other activity is organized in advance for the annual SWS meeting. The Chair shall serve a one-year term.

Article 7: PAST-CHAIR. Upon completion of a one-year term, the Chair shall serve as the Past-Chair of the Section for one year and shall serve as a member of the Executive Committee of the Section.

Article 8: CHAIR-ELECT. The Chair-Elect shall serve for a term of one year before assuming the duties of the Chair. He/she shall assume the duties of the Chair whenever that person is unable to serve.

Article 9: FINANCES. The necessary expenses of the Section shall be paid from the treasury of the Society and is subject to Society bylaws or standing rules that govern financial transactions. The President of SWS shall review and sign any single contract that involves legal exposure or has financial consequences for SWS in amounts greater than \$2000. Single expenditures with

financial consequences greater than 75% of a Section's assets requires the SWS President's signature. No officer or member of the Section shall have authority to incur any expense in the name of the Society, except as specified above. In the event that the Section is dissolved, its assets will be transferred to the general funds of the Society of Wetland Scientists.

Article 10: EXECUTIVE COMMITTEE: In intervals between annual meetings an Executive Committee composed of the Chair, Past-Chair and Chair-Elect may act for the Section.

Article 11: MEETINGS. The Section shall hold its business meeting at the annual meeting of the SWS, and the members present shall constitute a quorum for transaction of official business. The Section will also organize Section meetings at other times and places as appropriate.

Article 12: REPORTS. The Chair shall prepare a report for the Secretary General in advance of meetings of the full SWS Board. The report will include critiques of past Section activities and plans for future activities.

Article 13: COMMUNICATION: The Section shall maintain and update a webpage and communicate regularly with Section members.

Article 14: AMENDMENTS. These Bylaws may be amended by two-thirds vote of those members in good standing present at any annual meeting of the Section, provided that notice has been given to all members sixty days in advance, or by a two-thirds vote in a ballot sent to all Section members. For the amendments to take effect, the other Sections must pass the same amendment so that all Sections are governed by the same Bylaws, with the exception of amendments to Articles 1 or 2.

## Bylaws of the Women in Wetlands Section of the Society of Wetland Scientists (revised 2/16/2020)

## ARTICLE I Names and Mission

The name of the group shall be the WOMEN IN WETLANDS SECTION OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the WiW.

The principal office for the transaction of the business of the WiW is hereby located at the business or home office of the current Chair. Whenever the Chair of WiW changes, this change and where the Chair is based will be announced on the WiW Society of Wetland Scientists web page at <a href="https://www.sws.org">www.sws.org</a>.

The mission of the Society of Wetland Scientists is to promote understanding, conservation, protection, restoration, science-based management, and sustainability of wetlands. The specific goal of the WiW section is to promote the success of women in the field of wetland science and management through mentoring, networking, and education of all members of SWS, regardless of gender identity. The goals of the section are to provide guidance, encouragement, and support of female SWS members to improve their successful integration into and retention in the field of wetland science, policy, and management.

Notwithstanding anything herein to the contrary, the WiW Section shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent it from obtaining exemption from United States Federal income taxation as a corporation as described in Section 501 (c)(3) of the USA Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) cause it to lose such exempt status.

For the administration of the affairs and the attainment of the objectives of the WiW Section, as set forth in ARTICLE I, 3a through f, the WiW Section shall have the power, either directly or indirectly, either alone or in conjunction or co-operation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the WiW Section is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

## ARTICLE II Membership

- 1. Any individual who is a member in good standing of the Society of Wetland Scientists with interest in the WiW Section and furtherance of its objectives shall be eligible to join the WiW Section. Individual members shall receive all membership benefits and are eligible to vote.
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid and is following the SWS Code of Ethics.

## ARTICLE III WiW Section Objectives

The mission of the WiW section is to promote the success of women in the field of wetland science and management through mentoring, networking and education of all members of SWS, regardless of gender identity. The WiW section goal is to provide guidance, encouragement and support of female SWS members to improve their successful integration into and retention in the field of wetland science. This section will engage in the following activities as they pertain to the mission of the Women in Wetlands Section:

- Organize a symposium at the annual meeting that addresses topics related to the success of women wetland scientists,
- Hold networking and educational opportunities that provide tools for success, and
- Encourage and support students engaged in wetland research.

## ARTICLE IV Officers and Board of Directors

- 1. The Officers of the WiW Section shall be Chair, Chair-Elect, and Past-Chair who are elected by the members. These three officers constitute the Executive Board of the WiW Section who shall have the authority to meet in closed session. In addition, a Social Media Coordinator can be appointed by the Chair, and this Social Media Coordinator helps maintain the social media presence of the section.
- 2. Only Active Members in good standing shall be eligible for nomination for an elected office.
  - a. The Chair shall serve for a term of usually 1 year and upon the termination of that office shall immediately become Past Chair. The Chair may be re-elected for up to 3 consecutive terms. The total years of service end up being 3 because once elected a person serves as one year as Chair-Elect, one year as Chair, and then one year as Past-Chair. The Social Media Coordinator can serve for 1-3 years as they are able.
  - b. If an elected Chair cannot fulfill or complete the term of office, another election can be held to replace an existing Chair, or Chair-Elect.
  - c. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position in excess of the term limits mentioned above.

# ARTICLE V Meeting and Voting

- 1. The WiW Section shall meet 1-4 times a year (in person or virtually) to discuss issues of interest to the WiW section.
- 2. The WiW Section shall strive to hold a Section Meeting each year, typically at the SWS annual meeting, which will include a business meeting. If the international SWS Annual Meeting or the Section Meeting is

- canceled, the Executive Board of the WiW Section may choose to schedule a Special Section Meeting.
- 3. A quorum for the transaction of official business of the WiW Section shall consist of 15 voting members present.
- 4. The Chair of WiW Section Secretary-General shall certify the voting eligibility of members.
- 5. The WiW Section Executive Board and the membership may vote for officers, Bylaw and Standing Rule amendments by mail or electronically. Voting results shall be announced electronically.

#### ARTICLE VI

## **Adoption of Standing Rules**

- 1. The WiW Section Executive Board is authorized to adopt and amend Standing Rules necessary for conduct of the WiW Section business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to WiW Section finances.
  - b. Prescribed duties of the WiW Section officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the WiW Section.
  - d. Authorization for publications of the WiW Section for the furtherance of its objectives.

# ARTICLE VII Amendment of Bylaws

- 1. The Bylaws may be amended by a two-thirds vote of the members in good standing who attend a WiW Section business meeting or respond to an electronic vote as authorized by the WiW Section Executive Board. Proposals for amendments may be generated in the following ways:
  - a. Recommendation of a majority of the voting members of the WiW Section Executive Board.
  - b. Petitions signed by not fewer than 10 of the WiW Section membership eligible to vote and presented to the Chair at least thirty days prior to the next business meeting. The Secretary-General shall determine if the signatories are members in good standing within 30 days of receipt. The petition will be presented for a vote at the next business meeting.
- 2. The international SWS Board of Directors is authorized to take whatever steps may be necessary, including amendments to the WiW Section Bylaws and Standing Rules, to obtain and retain tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VIII
Dissolution of the WiW Section

- If the international SWS is dissolved, the WiW Section is also dissolved and all net assets will be
  distributed to a similar organization exempt under Section 501(c)(3) of the Internal Revenue Code.
  Designation of the organization(s) to receive said assets will be at the discretion of the international SWS
  Board of Directors.
- 2. A Section may be dissolved by two-thirds vote of the international SWS Board of Directors. Such an action may be based upon the WiW Section having taken action contrary to or otherwise having failed to comply with its own Bylaws and Standing Rules or Bylaws and Standing Rules of the Society; failed to hold specific meetings; or otherwise failed to function as an active, effective arm of the Society. Upon dissolution of a Section, the records of that Section shall revert to the international SWS for disposal in the best interests of the former members of the Section, or of the international SWS, as decided by the Board of Directors. All Section assets will revert to the international SWS, with a request that said assets be held for a period of not more than five years from the date of dissolution of the Section or distribution to another Section with a similar area of interest, within the said five-year period. If another Chapter or Section is not established in the said area, or with a similar area of interest, within the 5-year period of time, the international Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties in the best interests of the former members of the former members of the Section, or the international SWS, as decided by the international SWS Board of Directors.
- 3. In order to provide effective maintenance of a Section, the international SWS Board of Directors shall have the power to reorganize chapter boundaries, rename a Section, remove Section officers, or alter any other Section structural or functional aspect in order to provide for the viability of the Section or to maintain fiscal or legal requirements of the international Society. All such actions shall require a two-thirds vote of the international SWS Board of Directors. The international SWS Board shall consult with the affected section prior to making changes.

## ARTICLE IX Society Representation

No member of the Society will represent the Society without the prior approval of the international SWS Board of Directors, nor represent the WiW Section without prior approval of the WiW Section Executive Board.

## Standing Rules of The Women in Wetlands (WiW)

## Section of the

## Society of Wetland Scientists, Inc.

(Revised 2/16/2020)

The following rules are established to assist in conducting the business of the WiW Section.

## Section 1. Duties of the Chair

The Chair of the WiW Section shall be responsible for conducting the WiW Section business, including the day-to-day direction of all committees and representatives, establish special committees required for the business of the and exercise such other responsibilities determined from time to time by action of the WiW Section or the WiW Executive Board. The Chair shall preside at all meetings of the WiW unless unable to in which case the Chair can designate another member of the Executive Board or WiW section to serve in their place. The main duties of the Chair are to plan an annual symposium for the WiW Section and to plan any other section events such as an annual luncheon at the SWS annual meeting.

### The Chair shall strive to attend:

- the Annual Meeting of the international Society of Wetland Scientists, including the Board of Directors meeting which generally occurs the day before the start of Annual Meeting
- the Board of Directors Fall Budget Conference call, and
- the Mid-year Board of Directors Conference Call of the Society,
- as well as participate in other Society meetings as appropriate.

Should the Chair be unable to attend the meetings noted above, he or she shall appoint another Executive Board member to attend the meeting on behalf of the WiW Section. The Chair shall prepare and submit Section Reports, as directed by international SWS.

The term of office shall be 1 year and shall commence at the Annual Meeting each year. Upon conclusion of that office, the Chair shall immediately become Past Chair.

## **Section 2. Duties of the Chair-Elect**

Duties of the Chair-Elect are to assist the Chair and to perform the duties of the Chair when that officer is absent or unable to act. The Chair-Elect shall also serve as a member of the Symposium Committee in order to serve as a liaison between the Board of Directors, and the Symposium Committee for the WiW Section Symposium being planned that year. This means the Chair-Elect helps plan the annual symposium and any other WiW Section events.

The Chair-Elect shall serve as Parliamentarian at meetings when the Immediate Past Chair is not available, and shall act as Archives Liaison to international Society of Wetland Scientists staff, ensuring that appropriate Chapter documents are archived.

## Section 3. Duties of the Social Media Coordinator

The Social Media Coordinator shall have the following responsibilities:

- Use social media platforms such as Facebook, Twitter, and Instagram to communicate important SWS and SWS-WiW announcements to the public and to build awareness of issues pertinent to wetland science, women in STEM, and broader equality issues.
- Create a post at least every one to two weeks to promote engagement. (Posts may cover society news, feature recent wetland research findings or issues, or simply a re-posting of articles on pertinent subjects.)
- Continue the ongoing "Week With a Woman in Wetlands" campaign, in which a woman in a wetland field creates 5 'journal entries' with corresponding photos summarizing their life, research, and career.
- Create a yearly summary of WiW social media milestones, progress, and future goals to report at the annual Section Meeting at the Society of Wetland Scientists meeting

## Section 4. Duties of the Immediate Past Chair

- Performs the duties of the Chair if both the Chair and Chair-Elect are unable to act.
- Helps plan the annual symposium and other events sponsored by the WiW Section.
- Responsible for updating and maintaining the Bylaws and Standing Rules.
- Shall remain a voting member of the WiW Executive Board while Past President.

## Section 5. Salaries, Expenses, and Authority to Commit Funds

- Officers and Directors of the WiW Section shall not receive any salary or clerical or other expenses unless approved by the Board of Directors in advance.
- When needed, and when funds are available, the WiW Section will provide funds for the Chair of WiW to attend the International SWS Annual Meeting.
- The Executive Board should review and authorize expenditures that have financial consequences for the section.

• The Chair of the WiW Section shall review and sign any contract that involves legal exposure or has financial consequences for the WiW Section. For WiW Section expenditures, single commitments with financial consequences greater than 100% of a Chapter's or Section's assets also require the international SWS President's signature.

## **Section 6. Dues and Fees**

- Dues for membership in the WiW Section will be paid to the international SWS, and will be transferred to the WiW Section as per the Standing Rules of the international SWS.
- Ten (\$10) dollars of dues received from each member will be allotted annually to the WiW Section to which each member is affiliated. Members may choose to become affiliated with more than one Section at a cost of 10 (\$10) dollars for each additional Section. Additional Chapter and Section dues will be allocated directly to the Chapter or Section account. Additional requests for funds by Chapters or Sections must be submitted to the SWS Board with written justification no later than three months prior to a meeting of the SWS Board of Directors and will be considered on a case-bycase basis.
- The cycle for membership in good standing will be on a calendar basis, extending from January 1 to December 31. This term coincides with the fiscal year of the WiW Section.

## **Section 8. Standing Committees**

NOTE: CHAPTERS AND SECTIONS MAY CHOOSE TO HAVE FEWER, MORE OR DIFFERENT STANDING COMMITTEES THAN THOSE LISTED BELOW. HOWEVER, AS AT A MINIMUM, IT IS RECOMMENDED THAT CHAPTERS AND POSSIBLY SECTIONS SHOULD HAVE BYLAWS, NOMINATIONS AND WAYS & MEANS COMMITTEES. THE LIST BELOW IS A SUGGESTED LIST, NOT A REQUIRED LIST. CHAPTERS/SECTIONS SHOULD ADJUST BYLAWS AND STANDING RULES ACCORDINGLY.

Standing committees shall assist the Chair and Executive Board in the conduct of the affairs of the WiW Section, if needed. The Chairperson of each standing committee shall report at the WiW Section annual meeting and shall provide a written report to the WiW Executive Board. The Chairs of the standing committees also shall provide any additional useful information or documents to the Archives Liaison.

New Standing Committee members (WiW Section members in good standing) and committee Chairs shall be appointed by the Chair in consultation with the Executive Board and/or Committee Chairs as soon as possible after the WiW Section annual meeting. The Chair will notify all committee members and Chairs of their appointments and will notify the SWS Staff so that all relevant documents, as well as the WiW Section website can be updated. The Chair will charge each committee Chair with specific responsibilities after the WiW Section annual meeting and throughout the year, and Chairs shall report to the WiW Chair. Standing Committees shall assist the Chair and the Executive Board in the conduct of the affairs of the WiW Section.

## **Section 9. Order of Business**

The agenda for a business session for an annual meeting of the WiW Section shall include, but not necessarily be limited to, the following items:

- Call to order by the Chair;
- Report of the Chair;
- Announcement and installation of newly elected officers;

- New business and petitions; and,
- Adjournment.

## Section 10. Availability of Bylaws and Standing Rules

The Bylaws and Standing Rules of the WiW Section will be available from the Bylaws Committee upon request of any WiW Section member and shall be made available on the international Society of Wetland Scientists WiW Section website page as well.

## **Section 11. Rules of Order**

The WiW Section will adopt Robert's Rules of Order. Additions for clarification will be identified in the international SWS Leadership Manual. The WiW Section Immediate Past Chair shall serve as Parliamentarian.

## Bylaws of the China Chapter of Society of Wetland Scientists, Inc.

(May 2017, updated September 2023)

# ARTICLE I Names and Objectives

- 1. The name of the group shall be the CHINA CHAPTER OF SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the CHINA Chapter. The SOCIETY OF WETLAND SCIENTISTS in general will be referred to as SWS.
- 2. The principal office for the transaction of the business of the CHINA Chapter is hereby located at the address of the current CHINA Chapter Chair: 4888 Weishan Road, Changchun city, Jilin province, P. R. China. The responsible institution: Northeast Institute of Geography and Agroecology, Chinese Academy of Sciences. The CHINA Chapter Chair may change the location of the CHINA Chapter principal office to any other place.
- 3. The objectives are as follows:
- a. Develop SWS Chapters in CHINA and allow formation of geographically distinct chapters (e.g. China Chapter becoming its own chapter, separate from the ASIA Chapter) as supported by more than 25 active SWS members and adhering to the bylaws and standing rules of the international SWS organization.
- b. Promote formal partnerships between SWS and other wetland organizations to promote international coordination and collaboration.
- c. Operate solely and exclusively as a charitable and educational organization to foster conservation and understanding of wetlands.
- d. Advance public education and enlightenment concerning wetland resources.
- e. Provide an independent forum for an interchange of ideas and data developed within wetland science.
- f. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research.
- g. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice.
- h. Encourage the knowledgeable management of wetland resources.
- 4. For the administration of the affairs and the attainment of its objectives, the CHINA Chapter shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful activities that may

be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the CHINA Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

5. Notwithstanding anything herein to the contrary, the CHINA Chapter shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would: (1) prevent SWS from obtaining exemption from Federal income taxation as a corporation as described in Section 501 (c) (3) of the U.S. Internal Revenue Code of 1954 and its regulations as the same now exist or as they may hereafter be amended from time to time, or (2) can use it to lose such exempt status.

#### ARTICLE II

## Membership

- 1. Rules governing membership in the CHINA Chapter will be the same as for SWS, as described by the SWS Bylaws, Article II(1).
- 2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a member whose dues are paid.

### ARTICLE III

### Officers and Board of Directors

- 1. The Officers of the CHINA Chapter shall be Chair, Co-Vice Chair(s), Secretary General, Deputy Secretary General and Treasurer who are elected by the members. These officers constitute the Executive Board of the CHINA Chapter who shall have the authority to meet in closed session.
- 2. Only those who are members of the CHINA Chapter in good standing shall be eligible for nomination for an elected office.
- 3. Office terms are as described below:
  - a. The Chair shall serve for a term of two years and may be re-elected for up to three consecutive terms. Upon the termination of that office, the Chair shall immediately become Past Chair.
  - b. The Vice Chair(s) shall serve for a term of two years. The Vice Chair(s) may be re-elected for up to three consecutive terms.
  - c. The Secretary General, Deputy Secret General and the Treasurer shall each serve for terms of two years and may be re-elected for three

- consecutive terms. Their terms shall be staggered so that they do not end their service during the same year. At the end of their terms, they will be responsible for mentoring incoming Secretary and Treasurer and leaving all the documents that they have at hand to the succeeding Secretary and Treasurer of the SWS CHINA Chapter.
- d. If an officer cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until an election is held. If any officer becomes temporarily unable to perform his/her duties, the Executive Board is authorized to appoint a temporary replacement until such time they deem the original officer can return to active duty.
- e. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position in excess of the term limits mentioned above.
- 4. The Board of Directors shall consist of the Executive Board and the Chairs of any Standing Committees. Any number of Directors attending a called meeting of the Board of Directors constitutes a quorum. The Board of Directors is authorized to conduct business and hold meetings at its discretion. The Board of Directors may conduct business or hold meetings electronically or using conference telephone equipment or any other technology that allows everyone to exchange ideas. All members of the Board of Directors shall be members in good standing.
- 5. The Board of Directors shall appoint an Archivist, a Journal Editor, and a Bulletin Editor, if deemed necessary. These positions have three renewable 2-year terms.

## **ARTICLE IV**

## **Adoption of Standing Rules**

- 1. The CHINA Chapter Officers are authorized to adopt and amend Standing Rules necessary for conduct of CHINA Chapter business by a majority vote.
- 2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to CHINA Chapter finances.
  - b. Prescribed duties of CHINA Chapter officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the CHINA Chapter.

d. Authorization for publications of the CHINA Chapter for the furtherance of its objectives.

#### **ARTICLE V**

## **Amendment of Bylaws**

- 1. Bylaws may be amended by a two-thirds vote of the CHINA Chapter members who vote on the amendment. Voting may be conducted via electronic mail, phone, fax, postal mail, or any other effective and suitable means of communication. Proposals for amendments may be generated in the following ways:
  - a. Recommendation by a majority of the members of the Bylaws and Standing Rules Committee to the Board of Directors, or
  - Petitions signed by not fewer than ten members in good standing or 10% of the CHINA CHAPTER membership eligible to vote, whichever is fewer, and presented to the Board of Directors, and
  - c. Recommendation of a majority of the voting members of the Board of Directors.

### **ARTICLE VI**

### **Society Representation**

1. Members of the CHINA Chapter will not represent the CHINA Chapter without the prior approval of the Officer(s).

## **ARTICLE VII**

## **Dissolution of the CHINA Chapter**

1. Pursuant to the SWS Bylaws Article VII, the CHINA Chapter can be dissolved by two-thirds vote of the SWS membership at any annual meeting upon the recommendation of the SWS Board of Directors.