



American Fisheries Society
January 2020 Management Committee Meeting
Tuesday, January 21, 2020

Management Committee Participants: Scott Bonar, Jesse Trushenski, Leanne Roulson, Jud Kratzer, Michelle Walsh, Todd Pearsons, Trent Sutton, Dan DauWalter, Jim Fredericks, Tom Kwak, Joe Conroy, Randy Schultz (Constitutional Consultant, non-voting), Doug Austen (Executive Director, non-voting)

Investment Committee: Troy Brandt, Tim Copeland

Emerging Leaders: Heather Stewart

AFS Staff: Dan Cassidy, Drue Winters, Lauren Maza

Minutes of the Meeting:

1. **Welcome/Determination of Quorum** – Quorum established by Schultz. Meeting called to order by Bonar at 3:03 p.m.
2. **Agenda accepted** with no changes.
3. **Review and approval of minutes** from the December 16, 2019, Joint Management Committee/Governing Board meeting were accepted .
4. **Financial Review** and Coordination with Investment Committee and Audit Committee (Cassidy; Attachment A)
 - a. Recommendation by Joe Conroy that staff present a primer on AFS budgeting to new Management Committee members early in their tenure in office. This was endorsed by the Management Committee
5. Constitutional Consultant's report (Schultz) –
 - a. **Motion:** Approve the proposed amendments to the bylaws of the Southern Division, AFS (Attachment B).

Background: The proposed extensive amendments to the bylaws were reviewed by the Constitutional Consultant and deemed consistent with the AFS Constitution and Rules. Major changes included adding a student representative to the EXCOM, changes in officer duties, revision of committee member participation, and changing bylaw amendment approval from the Governing Board to the Management

Committee.

Moved by Kwak; 2nd Roulson. Approved with unanimous consent.

- b. Motion:** Approve creation of the Cooperative Research Section (CRS) of the American Fisheries Society (Attachment C).

Background: Lee Banaka, Jocelyn Runnebaum, and Mark Chandler have proposed this new Section. A petition to create the CRS, clearly defining the Section's membership criteria and intended purpose, was signed by 100 Active Society Members, with more than 50 membership pledges secured and indicated on the petition, along with a slate of officers. Their proposed bylaws were reviewed by the Constitutional Consultant and deemed consistent with the AFS Constitution and Rules.

Discussion:

- i. The petition for approval of the CRS included proposed by-laws with a very short statement of mission. While it was agreed that the mission was important and deserved attention, there was a concern that this could be potentially addressed within an existing AFS Section or with possibly slight modifications. Possible hosts might include Marine Fisheries, Fisheries Administration, Fisheries Management or even Science Communications. It was assumed that the core group proposing CRS had given this thought but the MC was not aware of that and simply would benefit from additional dialogue that would differentiate the role of CRS from these other sections. The MC certainly does not oppose the approval of a new section, there is simply concern that it not detract from already existing sections when they at times seems to struggle to stay as active as would be desired. With this in mind, it was suggested that AFS staff send mission statements or by-laws of any of these other Sections if that would be of assistance in clarifying the differences among them.
- ii. As noted in #1 above, there was a brief statement of mission for CRS but little else to describe how CRS will address this mission. Has there been any additional thought given to the initial activities of CRS such as the development of working groups on key topics, special symposiums, development of blogs, webinars, continuing education classes or other means to address the mission. In short, the MC really didn't understand what the CRS will be doing as some of its initial activities. The development of at least some additional materials listing some of the initial activities of the CRS would be of immense help to the MC in understanding the CRS proposal.
- iii. There was some discussion about the partners and stakeholders and the need to better clarify their roles. One aspect of this is that the CRS would only be open to AFS members but the work of CRS requires close cooperation

and involvement of groups who wouldn't traditionally be AFS members. Engaging new audiences with AFS would clearly be a good idea and approach but would it require them to become AFS members? Would there be some proposals to create a new way for these partners and stakeholders to become AFS members or affiliated with the Society? It was unclear how the CRS would address this or if this was even an effort that the CRS was planning to address.

- iv. There was some concern that the name "Cooperative Research" will have an unintended association with the USGS Cooperative Fish and Wildlife Research Units. Indeed, initially a number of MC members were unclear about this and needed to read the materials closely in order to realize that there was no such connection. It was suggested that there might be a slightly modified name that would prevent such misinterpretations. Unfortunately, no alternative naming suggestions were offered by the group.
- v. Next Steps: The MC directed staff to share these questions with the leaders of the CRS and suggested that a follow-up to this discussion could be scheduled for the mid-year meeting in Little Rock.

c. **Discussion item:** Dissolution of the AFS Mexico Chapter (Attachment D)

Background: The Mexico Chapter of the American Fisheries Society was formed in 2004 as part of the Western Division of the American Fisheries Society. After establishment, the Chapter was active and regularly participating in Western Division Executive Committee meetings, and it hosted the 2014 Western Division annual meeting in Mazatlan, Mexico. The Chapter has held two elections that the Western Division is aware of, and the current Chapter President, to the Western Division's knowledge, is Dr. Agustín Hernández-Herrera. In October 2017, the Mexico Chapter hosted a joint meeting with the Mexico Fisheries Society in La Paz, Baja California Sur and a Western Division representative attended the meeting (Past President Cleve Steward). At this meeting, an election was held, and the following were instituted as officers for 2017 – 2019 (two-year terms as defined in the Mexico Chapter bylaws): Dra. Veronica Morales- Zarate (Past- President); Dr. Agustín Hernández-Herrera (President); Dr. Cesar Augusto Salinas-Zavala (President-elect) and Dr. José Alberto Zepeda-Domínguez (Secretary-Treasurer) (see [Tributary Vol. 41, No. 4](#)). Since that time the Mexico Chapter has failed to communicate with the Western Division and has not participated in any Western Division Executive Committee meetings. Currently only one of the known Mexico Chapter officers (Agustín Hernández-Herrera) has maintained their American Fisheries Society membership and therefore the Chapter is not operating consistent with their Bylaws or the Society Constitution, Rules, and Procedures; the only other officer known to have had an AFS membership is José Alberto Zepeda-Domínguez in 2014. Several Mexico Chapter members have recently expressed interest in continuing to be a part of the American Fisheries Society and the Western Division and have indicated a desire to restart a new

chapter. There does not appear to be a clear path forward for reengagement of the existing Mexico Chapter as is, since they have the inability to hold elections with the current noncompliant officers in place. The intent of this motion is to dissolve a defunct and uncompliant Mexico Chapter to allow for the formation of a new Chapter with new officers.

Proposed Motion:

The AFS Management Committee recommends the AFS Governing Board vote to dissolve the Mexico Chapter of the American Fisheries Society

Discussion:

- i. There was a general recognition that the Mexico chapter was essentially inactive.
- ii. The option of dissolving the Mexico allows for exploration of new models to re-construct the chapter such as connections with the Texas Chapter or the Arizona/New Mexico chapter.
- iii. One option being considered would be to expand it into something larger such as a Latin American chapter. Some concern was expressed that such an expansion would place excessive burden on the Puerto Rico chapter to provide organizational support.
- iv. Western Division stated that the best solution is to dissolve the chapter to remove any obstacles for rebuilding it in a new form.

Action – *need to record any official action taken.*

6. President/Officers activities report

A. Scott Bonar:

- a. Attended the Canadian Conference for Fisheries Research (CCFFR) in Halifax, Nova Scotia. This conference is currently not aligned with any science society and it voted to potentially be associated with the Society of Canadian Limnologists (SCL; <http://socanlimnol.ca/>)
- b. The working draft climate statement from the fisheries and aquatic societies being developed by Bonar on behalf of AFS was discussed and received strong support. Bonar is compiling a list of international fisheries societies to be approached as signators to the statement.
- c. Bonar and co-authors continue to advance work on 2nd edition of standards sampling book.
- d. For the AFS 150th anniversary, additional submissions for the 150 fishes exercise is needed.

B. Leanne Roulson:

- a. Meetings Oversight Committee is working to finalize their survey on annual meeting inclusion issues and needs.
- b. CASS is working on letter seeking modifications to proposed administration language on NEPA and CWA regulations.

- C. Jesse Trushenski:
 - a. Special committee on standard methods has full membership and will have its first meeting in the next week.
 - b. Blue Book – working with Ben Lafrentz to fully engage working group. More substantial updates will be provided at the Little Rock midyear meeting.
- 7. Executive Director and AFS staff reports (Austen et al.)
 - a. Review of Strategic Partners Program and process for adoption – This will be presented at the midyear meeting for full adoption and implementation in 2021.
 - b. Update on Little Rock Midyear Governing Board meeting and unit midyear reporting request – draft topics list was circulated. A complete agenda and associated materials will be distributed about 7-10 days prior to the meeting.
 - c. Policy update (Drue Winters)
 - i. Recovering America’s Wildlife Act (RAWA) passed out of House Natural Resources Committee. No action in Senate is expected in immediate future.
 - ii. National Fish Habitat Bill - passed out House and Senate but in different forms. The partners coalition generally supports the Senate version. No current need for AFS action at this time.
 - iii. Climate Policy Working Group has gained some new and much needed members and will be meeting next week.
- 8. Additional Topics – none submitted
- 9. Adjourned at about 4:10 p.m.

Attachment 1 – Financial Report

AFS Financial Reports
November 2019

MANAGEMENT COMMITTEE CALL
JANUARY 21, 2020

Reporting Contents

1. Financial Narrative
2. Financial Position Statement
3. Program Income Statement
4. Investment Reports
 1. Advisor Letter
 2. Snapshot Report



American Fisheries Society

Organized in 1870 to Promote the Conservation, Development and Wise Utilization of Fisheries

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Scott Bonar, PhD
President 2019-2020

Douglas J. Austen, PhD
Executive Director

November 2019 Financial Narrative -- 1/15/19

Summary. The November 2019 reports show continuing and significantly strong financial and operating results. Investment income is leading the revenue growth while membership, meeting and journals income are also strong contributors. The combination of strong revenues and lower expenses results in sizable and positive Change in Net Assets.

Financial Position. Assets edged up about \$100,000 higher in November and total \$5,531,000 reflecting

- Solid cash position (from member renewals, paying meeting invoices later in the year)
- Investment account appreciation,
- Increase in receivables for year-end billings to federal agencies for Hutton (\$77,000), Trout/Char books contributions (\$5,500) and a few annual meeting sponsors.

Operating Results * November revenue totals \$3,765,000 year-to-date and is \$875,000 higher than this time last year, most notably from investment account appreciation and meeting income. Expenses are also lower on a comparative basis by \$301,000 (note- about \$125,000 of annual meeting expenses were paid in December as was \$90,000 of initial net revenue sharing with Cal-Neva and Western Division). In summary, the net change to date, which includes restricted transactions, is \$741,000—nearly a \$1,200,000 change from this period last year. About \$370,000 of this net change is non-operating investment income and pertains to the restricted fund accounts (award funds, unit investments and other restricted programs).

Transactions for the two multi-state grants through the USFWS (Gray Literature and Standard Sampling) have been posted in this last quarter. The Gray Literature project covers a portion of overhead costs while Standard Sampling is entirely a pass-through project.

* A key point to highlight – about 70% of the investment income is attributable to the restricted award and chapter account funds. This allocation is based on the relative percentage of unrestricted (operating) funds to restricted award funds, which has declined over the past few years due to accumulated operating losses.

Investments *: The December reports are included in this reporting package. A summary of fourth quarter performance results are as follows: YTD 2019 composite account returns of 18.33% versus the moderately aggressive benchmark of 23.12% for the same period. The S&P500 return was 31.84% for 2019. Portfolio allocations are 70% equity and 30% fixed and cash. Performance lags the benchmark in some periods. The Investment Committee held its quarterly call with the advisor on January 15 and asked the advisor to review several lagging funds and propose replacement funds. It has also requested more active account oversight and timely issuance of account reports. The advisor mentioned possibly scaling back equity allocations later this year if market conditions change significantly enough to warrant reallocations.

*Recall AFS separated its investments into two investment accounts, one primary account and another as security for the bank credit line. Both are under the same investment strategy. The credit line is currently \$0 and staff do not anticipate needing additional cash, from either the credit line or the investment account, for at least the next few months.

**American Fisheries
Statement of Financial Position
As of 11/30/2019**

	2019	2018	Variance
ASSETS			
Current Assets			
Petty Cash	\$0	\$694	(\$694)
Checking	394,075	208,535	185,540
Accounts Receivable	115,686	78,478	37,208
Allowance of doubtful accounts	(14,170)	(14,170)	
Inventory	303,150	260,972	42,178
Prepaid Expenses & Deposits	33,689	42,084	(8,395)
Current Assets	<u>832,430</u>	<u>576,593</u>	<u>255,837</u>
Property and Equipment	1,202,149	1,166,253	35,896
Accumulated Depreciation	(780,634)	(733,554)	(47,080)
Net Property and Equipment	<u>421,515</u>	<u>432,699</u>	<u>(11,184)</u>
Long Term Assets			
Long-Term Investments	4,277,471	4,332,259	(54,788)
Total Long Term Assets	<u>4,277,471</u>	<u>4,332,259</u>	<u>(54,788)</u>
Total Assets	<u>5,531,416</u>	<u>5,341,551</u>	<u>189,865</u>
LIABILITIES AND NET ASSETS			
Current Liabilities			
Accounts Payable	108,630	136,494	(27,864)
Accounts Payable and Accrued Expenses	108,630	136,494	(27,864)
Payroll Salary and Taxes	(1,483)	(1,788)	305
Accrued Benefits	9,795	12,807	(3,012)
Hold Account	198,855	199,477	(622)
Subunits Dues Payable	101,467	92,535	8,932
Subunits Books Payable	(3,977)	2,659	(6,636)
Deferred Royalty Revenue	653,571	782,143	(128,572)
Deferred Membership Dues	180,305	161,310	18,995
Deferred Revenue	9,267	7,250	2,017
Deferred Revenue - Other	55,574	43,536	12,038
Total Current Liabilities	<u>1,312,004</u>	<u>1,436,423</u>	<u>(124,419)</u>
Other Liabilities			
Chapter Investment Liability			
Net Assets			
Net Assets - Unrestricted	3,478,325	4,408,463	(930,138)
Change in Unrestricted Net Assets - Curr Year	741,087	(503,335)	1,244,422
Total Net Assets - End. Balance	<u>4,219,412</u>	<u>3,905,128</u>	<u>314,284</u>
Total Liabilities and Net Assets	<u>\$5,531,416</u>	<u>\$5,341,551</u>	<u>\$189,865</u>

For Management 's Use Only.

AMERICAN FISHERIES
Summary of All Units
For the Eleven Months Ending 11/30/2019

	Year to Date - Actual			Budget		2018 Annual
	2019	2018	Var \$	2019 BUDGET	vs YTD Actual	Actual
Revenue						
Administration	\$637,554	\$63,509	\$574,044	\$160,000	\$477,554	(\$195,565)
Web	2,370	24,439	(22,069)	9,000	(6,530)	27,199
Continuing Education	32,990	13,095	19,895	15,000	17,990	13,095
Certification	5,200	4,471	729	6,000	(800)	4,471
Other Education	0	0	0	12,000	(12,000)	0
Hutton	5,000	5,000	0	150,000	(145,000)	5,000
DJV Nat Park	0	18,449	(18,449)	0	0	18,449
Multi State Grants	68,182	0	68,182	0	68,182	0
Cornell	0	111,311	(111,311)	0	0	45,072
Other Grants & Contracts	0	0	0	142,000	(142,000)	0
Annual Meeting	1,126,253	846,620	279,633	1,653,000	(526,747)	891,282
Other Meetings	0	0	0	25,000	(25,000)	0
Membership	553,543	533,641	19,902	514,000	39,543	533,641
Awards	4,512	4,957	(445)	4,000	512	4,957
Mem Other	29,083	16,391	12,692	8,000	21,083	20,366
Jobs	45,800	39,300	6,500	30,000	15,800	43,650
Advocacy	14,641	13,310	1,331	15,000	(359)	13,310
Books	146,660	148,983	(2,323)	124,000	22,660	154,683
Journals	1,093,187	1,046,587	46,600	1,244,000	(150,813)	1,193,311
Fisheries	155	335	(180)	0	155	335
Other Publications	0	79	(79)	0	0	79
Total Revenue	3,765,130	2,890,477	874,652	4,111,000	(345,871)	2,773,335
Expenses						
Administration	358,065	385,324	27,259	267,000	(71,065)	389,642
Staff Costs	1,928,574	1,812,764	(115,810)	2,197,000	268,426	2,120,351
Technology	40,449	74,703	34,253	39,000	(1,449)	45,207
Communication	2,605	3,072	467	11,000	8,395	3,072
Web	30,165	14,376	(15,788)	19,000	(11,165)	54,250
Development	3,221	1,412	(1,809)	12,000	8,779	1,412
Continuing Education	15,979	9,249	(6,730)	10,000	(5,979)	9,269
Certification	85	130	44	1,000	915	165
Other Education	2,149	0	(2,149)	1,000	(1,149)	0
Board	34,581	46,782	12,201	54,000	19,419	59,282
Committees	0	0	0	2,000	2,000	0
Hutton	115,140	104,865	(10,275)	123,000	7,861	104,865
Multi State Grants	44,551	0	(44,551)	0	(44,551)	0
Cornell	9,576	45,855	36,279	0	(9,576)	58,715
Other Grants & Contracts	12,603	8,276	(4,326)	108,000	95,397	11,121
Annual Meeting	377,289	576,444	199,155	1,007,000	629,711	704,787
Other Meetings	1,699	621	(1,079)	1,000	(699)	621
Membership	118,277	181,173	62,897	114,000	(4,277)	110,330

We are able to evaluate the quality of your investments and their performance through the hypothetical Morningstar Snapshot. It demonstrates what the performance of your portfolio's current specific holdings in the given allocation would have looked like in a *static* portfolio, with no activity, over a multi-year look-back period. Our goal is that quality fund choices in the mix will outperform the benchmark index, both on returns and with less risk, on a rolling look-back basis.

This is not a perfect comparison for your portfolio. It does not take into consideration various large redemptions and withdrawals over the look-back period. However, your specific mix of funds beat the Moderately Aggressive benchmark in the longer term periods illustrated, at the same time as your risk was less than the benchmark risk.⁴ Although these are the stats we are looking for, we may wish to increase the equity allocation on any market downturn in order better to match the benchmark returns. Past performance is no guarantee of future performance.

A copy of LPL Research's Outlook 2020 report "Bringing Markets into Focus" was forwarded to you in mid-December. I am also sending herewith a copy of the Jan. 2 update letter from LPL Chief Investment Strategist, John Lynch. He takes note of the stock market plunge at end of 2018 and the strong December finish in 2019, saying "One year later with 20/20 hindsight, what appeared to be a bullish forecast for stocks may have been too conservative, and now we're asking if stocks have come to far, too fast." He goes on to say, "While strong market performance of 2019 may limit the magnitude of potential market advances in 2020, we still expect stock market gains this year." You can read these reports yourself. I will recommend some minor tinkering with holdings in the near future.

¹Figures are based on the December 31, 2019, AXA LPL Performance Appraisal Reports and the Estimated Income projections, which accompany this summary. Total returns are calculated by a modified internal rate of return method and include both market valuation changes and dividends. While this material summarizes certain information contained in the attached documentation, it is not the official record of your account. This summary is offered at your request for your general reference, but the information it provides is in no way guaranteed. You should rely solely on the attached documentation and monthly statements that you have already received for complete and final information. In the event of a discrepancy between this summary and the attached documentation, or a discrepancy between this summary and any other product sponsor/issuer-generated statements, the monthly statements will prevail. Please note that values shown herein may not reflect surrender charges that may be applicable to annuities and life insurance products and that some investments may have substantial fees and/or penalties associated with early withdrawals. (This last sentence does not apply to your current holdings.) Securities products and services are offered through AXA Advisors, LLC (member FINRA and SIPC), 1290 Avenue of the Americas, New York, NY 10104 (212) 314-6600.

²All quoted indices herein are unmanaged baskets of securities according to type, valuable as indications of market trends, not directly comparable to your portfolio. Indices are provided by Morningstar Associates daily, at its website <http://www.morningstar.com/indices/indexes.htm>. Past performance is no guarantee, nor forecast, of future performance.

³Resources used in preparing this report include AXA Advisors portfolio information sources; Morningstar Associates, LLC; S&P Stock Reports; LPL Financial research sources, and access to multiple independent researchers' evaluations and recommendations. Please refer to the Research Disclaimer Statements accompanying the Portfolio Appraisal and the Morningstar Snapshot.

⁴Volatility or "risk" is measured by Standard Deviation; return on risk is measured by the Sharpe ratio—see the Morningstar Snapshot report, which looks back at and provides statistics on the performance of your *current* allocations and fund selections over a period of years. Returns in the Morningstar report are not identical with your actual returns, since activities in your accounts (including deposits, withdrawals, and changes in investments) in the look-back periods are not taken into consideration.

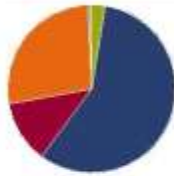
Portfolio Snapshot

Client Aggregate

Portfolio Value
\$4,316,108.86

Benchmark
DJ Moderately Aggressive TR USD (USD)

Analysis 12-31-2019

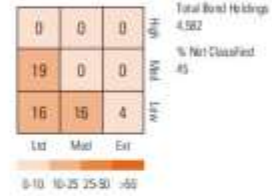


Asset Allocation	Portfolio Net %	Bmark Net %
Cash	2.59	14.83
US Stocks	57.57	39.46
Non-US Stocks	11.97	34.40
Bonds	27.20	0.00
Other/Not Cldfd	0.67	11.31

Morningstar Equity Style Box %



Morningstar Fixed Income Style Box %



Stock Analysis 12-31-2019

Stock Sectors



World Regions



	Portfolio (%)	Bmark (%)
Cyclical	31.04	37.15
Basic Mats	4.89	4.59
Consumer Cycl	7.49	10.25
Financial Svs	14.90	18.29
Real Estate	3.76	4.02
Sensitive	36.10	39.74
Commun Svs	4.94	8.40
Energy	6.62	5.11
Industrials	10.83	11.11
Technology	13.71	15.12
Defensive	32.05	23.11
Consumer Def	7.83	8.19
Healthcare	22.45	11.93
Utilities	2.57	2.99
Not Classified	0.01	0.00

	Portfolio (%)	Bmark (%)
Americas	88.44	57.78
North America	87.99	58.56
Latin America	0.45	1.21
Greater Europe	8.50	21.04
United Kingdom	2.65	5.17
Europe-Developed	5.67	13.98
Europe-Emerging	0.02	0.69
Africa/Middle East	0.16	1.20
Greater Asia	3.06	21.19
Japan	1.23	8.65
Australasia	0.31	2.21
Asia-Developed	0.82	4.36
Asia-Emerging	0.70	5.97
Not Classified	0.00	0.00

Performance 12-31-2019

Investment Activity Graph



Trailing Returns*	3 Mo	1 Y	3 Yr	5 Yr	10 Yr
Portfolio Return	6.38	20.54	9.94	8.13	10.55
Benchmark Return	7.10	22.84	10.67	7.77	9.17
+/- Benchmark Return	-0.72	-2.30	-0.73	0.36	1.38

*Full return history is not available for all securities. Please see Return Participation disclosure.

Best/Worst Time Periods	Best %	Worst %
3 Months	10.35 (Sep 2010-Nov 2010)	-11.53 (Jul 2011-Sep 2011)
1 Year	26.81 (Jul 2010-Jun 2011)	-7.19 (Mar 2015-Feb 2016)
3 Years	17.36 (Oct 2011-Sep 2014)	6.25 (Nov 2013-Oct 2016)

Portfolio Yield (12-31-2019)	Yield %
12-Month Yield	—

Portfolio-Level Performance Disclosure

The portfolio-level performance shown is hypothetical and for illustrative purposes only. Investor returns will differ from the results shown. The performance data reflects monthly portfolio rebalancing.

Holdings 12-31-2019

Top 10 holdings out of 26

Symbol	Type	Holding Value \$	% Assets
Vanguard Total Stock Market ETF (USD)	ETF	787,575	18.25
Delaware Value® Inst (USD)	MF	607,255	14.07
Invesco Oppenheimer Senior FI Rate Y (USD)	MF	413,671	9.58
Delaware Healthcare I (USD)	MF	286,719	6.64
Twoedy, Browne Global Value (USD)	MF	274,077	6.35
Thornburg Limited Term Income Instl (USD)	MF	240,442	5.57
Lord Abbett High Yield F (USD)	MF	185,974	4.31
Ivy Small Cap Growth I (USD)	MF	170,548	3.95
Vanguard Small Cap Value Index Admtral (USD)	MF	166,805	3.86
iShares Core Dividend Growth ETF (USD)	ETF	134,077	3.11

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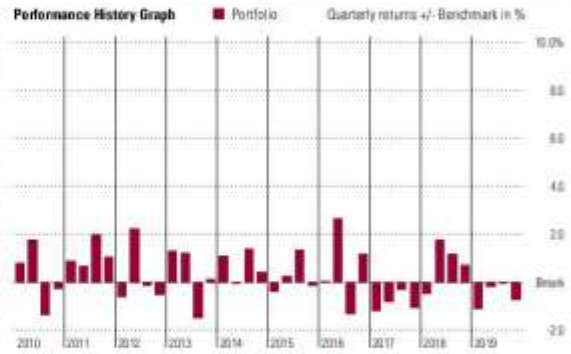
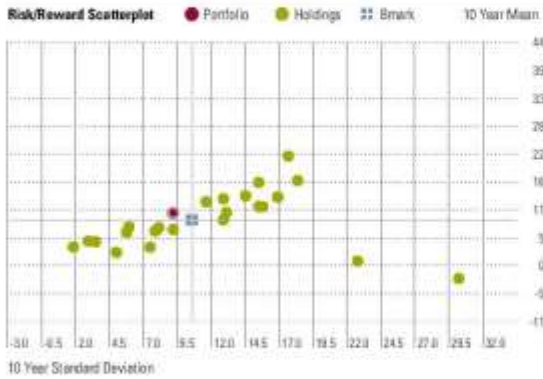
Portfolio Snapshot

Client Aggregate

Portfolio Value
\$4,316,108.86

Benchmark
DJ Moderately Aggressive TR USD (USD)

Risk Analysis 12-31-2019



Risk and Return Statistics*

	3 Yr		5 Yr		10 Yr	
	Portfolio	Benchmark	Portfolio	Benchmark	Portfolio	Benchmark
Standard Deviation	8.79	9.64	8.76	9.70	9.18	10.58
Mean	9.94	10.67	8.13	7.77	10.55	9.17
Sharpe Ratio	0.96	0.96	0.84	0.73	1.13	0.86

MPT Statistics*

	3 Yr Portfolio	5 Yr Portfolio	10 Yr Portfolio
Alpha	0.17	1.01	2.39
Beta	0.90	0.89	0.86
R-Squared	96.92	96.66	97.20

Portfolio-Level Performance Disclosure

The portfolio-level performance shown is hypothetical and for illustrative purposes only. Investor returns will differ from the results shown. The performance data reflects monthly portfolio rebalancing.

Fundamental Analysis 12-31-2019

Asset Allocation

	Portfolio Net %	Portfolio Long %	Portfolio Short %
Cash	2.58	7.75	5.17
US Stocks	57.57	57.57	0.00
Non-US Stocks	11.97	11.97	0.00
Bonds	27.20	29.75	2.55
Other/Not Clsd	0.67	0.71	0.03
Total	100.00	107.75	7.75

Type Weightings

% of Stocks	Portfolio	Benchmark
High Yield	1.79	9.92
Distressed	0.81	0.57
Hard Asset	1.56	7.70
Cyclical	9.17	37.23
Slow Growth	2.45	13.12
Classic Growth	2.25	9.48
Aggressive Growth	1.74	15.02
Speculative Growth	2.30	2.68
Not Available	77.92	4.29

Market Maturity

% of Stocks	Portfolio	Benchmark
Developed Markets	98.80	91.36
Emerging Markets	1.20	8.64
Not Available	0.00	0.00

Valuation Multiples

	Portfolio	Benchmark
Price/Earnings	19.13	19.06
Price/Book	2.42	2.21
Price/Sales	1.42	1.64
Price/Cash Flow	11.06	11.73

Profitability

	Portfolio 2019-12	Benchmark 2019-12
Net Margin	12.35	15.86
RDE	16.99	20.03
ROA	4.94	7.04
Debt/Capital	42.21	39.29

Fund Statistics

Potential Cap Gains Exposure	18.01
Avg Net Expense Ratio	0.61
Avg Gross Expense Ratio	0.62

Geometric Avg Capitalization (\$M)

Portfolio	28,411.61
Benchmark	53,258.36

Credit Quality Breakdown

% of Bonds	
AAA	20.06
AA	2.44
A	5.96
BBB	12.31
BB	19.58
B	28.40
Below B	6.74
NR	4.52

Interest Rate Risk

Bonds	% Not Available
Avg Eff Maturity	7.03 0.41
Avg Eff Duration	5.07 34.38
Avg Wtd Coupon	— 0.32

*Full return history is not available for all securities. Please see Return Participation disclosure.

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Portfolio Snapshot

Client Aggregate

Portfolio Value
\$4,316,108.86

Benchmark
DJ Moderately Aggressive TR USD (USD)

Standardized and Tax Adjusted Returns

The performance data quoted represents past performance and does not guarantee future results. The investment return and principal value of an investment will fluctuate; thus an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than return data quoted herein. For performance data current to the most recent month-end please visit <http://advisor.morningstar.com/familyinfo.asp>.

Standardized Returns assume reinvestment of dividends and capital gains. They depict performance without adjusting for the effects of taxation, but are adjusted to reflect sales charges and ongoing fund expenses.

If adjusted for taxation, the performance quoted would be significantly reduced. For variable annuities, additional expenses will be taken into account, including M&E risk charges, fund-level expenses such as management fees and operating fees, contract-level administration fees, and charges such as surrender, contract, and sales charges. The maximum redemption fee is the maximum amount a fund may charge if redeemed in a specific time period after the fund's purchase.

After-tax returns are calculated using the highest individual federal marginal income tax rates, and do not reflect the impact of state and local taxes. Actual after-tax returns depend on the investor's tax situation and may differ from those shown. The after-tax returns shown are not relevant to investors who hold their fund shares through tax-deferred arrangements such as 401(k) plans or an IRA. After-tax returns exclude the effects of either the alternative minimum tax or phase-out of certain tax credits. Any taxes due are as of the time the distributions are made, and the taxable amount and tax character of each distribution are as specified by the fund on the dividend declaration data. Due to foreign tax credits or realized capital losses, after-tax returns may be greater than before-tax returns. After-tax returns for exchange-traded funds are based on net asset value.

Money Market Fund Disclosures

If money market fund(s) are included in the Standardized Returns table below, each money market fund's name will be followed by a superscripted letter that links it to the applicable disclosure below.

Institutional Money Market Funds (designated by an "S"):

You could lose money by investing in the fund. Because the share price of the fund will fluctuate, when you sell your shares they may be worth more or less than what you originally paid for them. The fund may impose a fee upon sale of your shares or may temporarily suspend your ability to sell shares if the fund's liquidity falls below required minimums because of market conditions or other factors. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.

Government Money Market Funds that have chosen to rely on the ability to impose liquidity fees and suspend redemptions (designated by an "L") and

Retail Money Market Funds (designated by an "L"):

You could lose money by investing in the fund. Although the fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. The fund may impose a fee upon sale of your shares or may temporarily suspend your ability to sell shares if the fund's liquidity falls below required minimums because of market conditions or other factors. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.

Government Money Market Funds that have chosen not to rely on the ability to impose liquidity fees and suspend redemptions (designated by an "N"):

You could lose money by investing in the fund. Although the fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The fund's sponsor has no legal obligation to provide financial support to the fund, and you should not expect that the sponsor will provide financial support to the fund at any time.

Annualized returns 12-31-2019

Standardized Returns (%)	7-day Yield	7-day Yield	1Yr	3Yr	10Yr	Since Inception	Inception Date	Max Front Load %	Max Back Load %	Net Exp Ratio %	Gross Exp Ratio %	Max Redemption %
	Subsidized as of date	Unsubsidized as of date										
American Funds Capital World Bond A	—	—	3.62	1.41	2.26	5.80	08-04-1987	3.75	NA	0.95	0.95	NA
Delaware Healthcare I	—	—	31.83	13.18	15.73	16.50	09-28-2007	NA	NA	1.03	1.03	NA
Delaware Value® Inst	—	—	20.24	8.70	12.81	8.09	09-14-1998	NA	NA	0.68	0.68	NA
Eaton Vance Core Plus Bond I	—	—	10.81	4.44	6.68	6.51	11-17-2009	NA	NA	0.48 ¹	0.71	NA

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Annualized returns 12-31-2019									
Return after Tax (%)	On Distribution					On Distribution and Sales of Shares			
	1Yr	3Yr	10Yr	Since Inception	Inception Date	1Yr	5Yr	10Yr	Since Inception
Templeton Global Bond Adv	-1.39	-0.14	1.71	4.12	01-02-1997	0.57	0.36	2.02	4.10
Thornburg Limited Term Income Instl	4.46	1.71	2.52	3.29	07-05-1996	3.65	1.68	2.44	3.21
Tocqueville Gold Fund	35.24	5.37	-2.68	9.03	06-29-1998	22.20	4.39	-1.93	8.55
Tweedy, Browne Global Value	13.88	3.97	6.04	7.83	06-15-1993	9.25	3.66	5.58	7.30
Vanguard Small Cap Value Index Admiral	22.13	6.81	—	12.61	09-27-2011	14.64	5.84	—	11.07
Vanguard Total Stock Market ETF-NAV	30.17	10.61	12.86	7.14	05-24-2001	19.64	9.04	11.37	6.40
Virtus LifeSci Biotech Products ETF-NAV	24.88	10.94	—	11.85	12-16-2014	15.88	9.11	—	9.90

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Portfolio Snapshot

Client Aggregate

Portfolio Value
\$4,316,108.86

Benchmark
DJ Moderately Aggressive TR USD (USD)

Non-Load Adjusted Returns

Total 25 holdings as of 12-31-2019	Symbol	Type	Holdings Date	% of Assets	Holding Value \$	30-day SEC Yield Substituted as of date	30-day SEC Yield Unsubstituted as of date	1 Yr Ret %	3 Yr Ret %	5 Yr Ret %	10 Yr Ret %
Vanguard Total Stock Market ETF (USD)	VTI	ETF	11-2019	10.25	707,575	1.77 2020-01-07	1.79 2019-12-31	30.67	14.51	11.20	13.43
Delaware Value® Inst (USD)	DDVIX	MF	11-2019	14.07	607,255	1.89 2020-01-07	1.90 2019-11-29	20.24	9.88	8.70	12.81
Investco Oppenheimer Senior FI Rate Y (USD)	OOSYX	MF	09-2019	9.58	413,671	9.41 2019-12-28	9.40 2019-11-30	2.58	1.96	-3.30	4.83
Delaware Healthcare I (USD)	DLHIX	MF	11-2019	6.64	286,719	0.24 2019-12-31	0.24 2019-11-29	31.83	20.15	13.18	16.73
Tweedy, Browne Global Value (USD)	TBGVX	MF	09-2019	6.35	274,077	—	—	14.63	7.29	5.15	7.26
Thornburg Limited Term Income Inst (USD)	THIX	MF	11-2019	5.57	240,442	—	—	5.75	3.21	2.79	3.77
Lord Abbett High Yield F (USD)	LHYFX	MF	11-2019	4.31	185,974	4.66 2019-11-30	4.66 2019-11-30	15.19	5.90	6.14	7.75
Ivy Small Cap Growth I (USD)	IVSX	MF	09-2019	3.95	170,548	—	—	24.27	14.03	10.63	13.78
Vanguard Small Cap Value Index Admiral (USD)	VSIAX	MF	11-2019	3.85	166,805	2.19 2020-01-07	2.20 2019-12-31	22.76	6.40	7.46	11.69
iShares Core Dividend Growth ETF (USD)	DGRO	ETF	01-2020	3.11	134,077	—	—	29.88	15.98	12.29	—
iShares S&P Mid-Cap 400 Value ETF (USD)	LIJ	ETF	01-2020	3.05	131,691	—	—	25.67	7.39	7.83	11.92
iShares Russell Mid-Cap Growth ETF (USD)	IWP	ETF	01-2020	2.87	123,742	—	—	35.04	17.08	11.37	14.00
MFS International New Discovery I (USD)	MWNIX	MF	11-2019	2.76	119,331	—	—	22.86	13.27	8.45	9.19
TCW Total Return Bond I (USD)	TGLMX	MF	11-2019	2.53	109,172	—	—	7.27	3.80	2.80	4.91
PIMCO Long Duration Total Return I2 (USD)	PLRPX	MF	09-2019	2.45	105,870	2.70 2019-11-30	2.70 2019-11-30	18.43	8.61	5.76	7.66
T. Rowe Price Mid-Cap Value (USD)	TRMCX	MF	09-2019	2.34	101,181	—	—	19.61	6.08	7.47	10.71
Eaton Vance Core Plus Bond I (USD)	EIBAX	MF	10-2019	2.29	98,748	3.33 2020-01-07	3.22 2019-11-30	10.81	5.78	4.44	6.68
Templeton Global Bond Adv (USD)	TGBAX	MF	11-2019	1.22	52,503	3.67 2019-11-30	5.86 2019-01-07	0.89	1.85	1.45	-3.70
Fidelity® Select Energy (USD)	FSENX	MF	11-2019	1.21	52,341	—	—	9.88	-7.04	-3.10	0.94
Tecquerville Gold Fund (USD)	TGLDX	MF	09-2019	1.18	50,826	—	—	35.24	7.20	5.37	-2.57
TCW Emerging Markets Income I (USD)	TGEX	MF	11-2019	1.07	46,202	—	—	15.84	6.59	6.17	6.97
Brookfield Asset Management Inc Class A (USD)	BAM	ST	—	1.07	46,067	—	—	52.67	22.22	13.34	17.07
Virtus LifeSci Biotech Products ETF (USD)	BBP	ETF	01-2020	0.13	5,659	—	—	24.73	10.02	11.08	—
Brookfield Infrastructure Partners LP (USD)	BIP	ST	—	0.08	3,349	—	—	51.41	19.59	17.84	22.03
Brookfield Property Partners LP (USD)	BPY	ST	—	0.03	1,170	—	—	21.49	0.03	1.18	—
American Funds Capital World Bond A (USD)	CWBFX	MF	09-2019	0.03	1,114	1.40 2019-11-30	1.40 2019-11-30	7.66	4.38	2.19	2.65

Return Participation 12-31-2019

This portfolio report includes securities for which return data is not available for the entire history represented. When return is not available for a security, the remaining securities returns are reweighted to maintain consistent proportions for the securities that do have returns. The reweighting impacts trailing return data, as well as statistics that are calculated using return, including standard deviation, mean, Sharpe ratio, alpha, beta and R-squared. The following securities do not have 120 months of return data reflected in the report.

Security

Virtus LifeSci Biotech Products ETF (USD, BBP)

Start Date
01-31-2015

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Attachment B – Southern Division By-Laws Update

Appendix I

BYLAWS OF THE SOUTHERN DIVISION OF THE AMERICAN FISHERIES SOCIETY

Amended 21 February 2020

~~SECTION~~ARTICLE I. Name and Objectives.

Pursuant to the Constitution of the American Fisheries Society (hereinafter referred to as the Society) and the Bylaws of the Society, there has been established a Southern Division (hereinafter referred to as the Division) of the American Fisheries Society.

The ~~purpose-objectives~~ of the Division shall be those of the Society as set forth in the Constitution of the Society.

~~SECTION~~ARTICLE II. Membership.

The membership of the Division shall be composed of those Society members in good standing residing in, or having an interest in the fishery resources and related technical information in Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas, Virginia, West Virginia, Commonwealth of Puerto Rico, Virgin Islands, District of Columbia, and other Caribbean Islands. Members of the Society may elect to transfer into or out of the Division, according to the Society Bylaws, by notifying the Executive Director of the Society in writing.

~~SECTION~~ARTICLE III. Meetings.

The Division shall meet once annually at a time and place decided upon either by the membership present at the preceding annual meeting, or in default of such a decision by the membership, by the Executive Committee of the Division.

The Division may meet jointly with other organizations whenever it is expedient and advantageous to do so, in which case the meeting is to be officially recognized and clearly publicized as the annual meeting of the Division.

Special meetings may be called by the Division President with the advice and consent of the Executive Committee of the Division.

~~SECTION~~ARTICLE IV. Officers.

In accordance with the Bylaws of the Society, the officers of the Division shall consist of a President, President-Elect, Vice President, Secretary-Treasurer, Immediate

Past-President, and Student Representative. All nominees for officers shall be members of the Society in good standing and shall have attended an annual meeting in one of the three years preceding their nomination.

The officers shall be elected by ballot prior to the Division annual meeting, shall be installed at the conclusion of that meeting, and shall serve for one year except that the Secretary-Treasurer shall serve for two years. The officers will be ineligible for re-election to the same office within one year following the expiration of their terms. In case of a vacated position, the Executive Committee of the Division shall appoint a qualified replacement to fill an unexpired term.

In the event of a cancellation of the annual meeting, the officers and the members of any committee that have been appointed shall continue to serve until the next regularly scheduled meeting.

No elected officer or appointed committee member of the Division shall receive any salary or other compensation from the Society or Division for services rendered. Clerical and other necessary expenses may be defrayed from funds available to the Division when such disbursements have been authorized at an annual meeting or by the Executive Committee in the interim between meetings.

SECTION~~ARTICLE~~ V. Duties of Officers.

(a.) President. The President of the Division shall preside at all Division business meetings, serve as Chair of the Division Executive Committee, and represent the Division on the Governing Board of the Society (one of two representatives). The President shall appoint chairs of all Divisional Committees, and the Division representative to the Southeastern Association of Fish and Wildlife Agencies. The President shall submit a report of the Division activities at the Society's two Governing Board meetings. If unable to attend a Society Governing Board Meeting, the President may designate the Vice President, Secretary-Treasurer, or Immediate Past-President as an alternate proxy by written notice to the Society's Executive Director prior to the meeting. The President proceeds to the office of Immediate Past-President at the end of the term.

(b.) President-Elect. The President-Elect shall assume the duties of the President if the President is absent or unable to act, represent the Division on the Governing Board of the Society (one of two representatives), Division_ and conduct other duties assigned by the President. If unable to attend a meeting of the Society Governing Board, the President-Elect may designate the Vice President, Secretary-Treasurer, or Immediate Past-President as an alternate by written notice to the Society's Executive Director prior to the meeting. The President-Elect proceeds to the office of President at the end of the term.

(c.) Vice President. The Vice President shall assume the duties of the President-Elect if the latter is absent or unable to act, shall chair a subcommittee of the Division's Executive Committee for the purpose of overseeing the technical committees, and conduct other duties assigned by the President. The Vice President proceeds to the office of President-Elect at the end of the term.

(d.) Secretary-Treasurer. The Secretary-Treasurer shall keep the official records and archives of the Division, conduct its correspondence, collect and be custodian of any fees or assessments collected under the authority of these Bylaws plus any funds allotted to the Division by the Society, and disburse funds authorized by the Division membership or its Executive Committee. A financial report shall be submitted at the annual Division meeting. Duties requested by the Executive Director of the Society shall be performed and the minutes of the annual meeting shall be submitted to the Executive Director within 60 days following the meeting.

(e.) Immediate Past-President. The Immediate Past-President shall chair the Nominating Committee, Serve as a member of the Ballot Committee, and update Changes for the Procedure Manual.

(f.) Student Representative to the Executive Committee. The Student Representative to the Executive Committee shall participate in EXCOM meetings/communications, represent student perspectives on issues and concerns about AFS, the Division, and student subunits, serve as a member of the Student Affairs Committee, write a short annual report on duties and accomplishments for the Annual Briefing Book, and contribute articles to the Division newsletter.

SECTIONARTICLE VI. Executive Committee.

The Executive Committee of the Division shall consist of the five duly elected officers, a student representative elected by students, and the President of each Chapter within the Division. It is authorized to act for the Division between meetings and to perform other appropriate functions. A quorum for the Executive Committee shall consist of five members, two of whom shall be officers. Telecommunications may substitute for meetings for conduct of business. If unable to participate in a function of the Executive Committee, a Chapter president may select an alternate proxy to represent the Chapter with full voting privileges, providing the substitution is presented in writing to the Secretary-Treasurer prior to convening of the Executive Committee meeting.

SECTIONARTICLE VII. Divisional Committees.

The President of the Division is authorized to appoint from members of the Division in good standing such committees as may be necessary for the conduct of the business of the Division. These committees shall include:

(a.) Audit Committee of three (3) which shall audit the accounts of the Secretary-Treasurer and report to the Division at the annual meeting.

(b.) Awards Committee consisting of the Chair and at least three (3) members shall review and recommend to the President candidates who, by their noteworthy and longstanding contributions to fisheries, aquatic sciences, and the Division, shall be considered worthy of the Division's recognition for Outstanding Achievement, candidates who, by their outstanding contributions of time and energy for special projects or activities in the service of the Division, shall be considered worthy of the Division's recognition for Distinguished Service, candidates who, by their communication of noteworthy contributions

to fisheries and aquatic science research and management shall be recognized by the John F. Dequine Award for the best paper, and Division Chapters and student sub-units who, through service to their members, communities and the profession shall be recognized as the Outstanding Chapter and Outstanding Student-Subunit, respectively, at the annual meeting.

(c.) Ballot Committee consisting of the Past-President and two (2) members, not to include other Division officers or members of the Nominating Committee, shall receive voting and report results to Division officers and report at the next annual meeting.

(d.) Nominating Committee consisting of the Past-President and one (1) to two (2) members, shall recommend a slate of candidates for specific offices of the Division, including a Division representative to serve on the Society Nominating Committee.

(e.) Resolutions Committee which may consist of up to five (5), which shall draft and recommend to the Division for consideration at its annual meeting such resolutions considered prudent and necessary in the furtherance of the purposes and objectives of the Division. The chair will also serve on the Policy Committee of the Society. The retiring chair shall be responsible for ensuring appropriate and prompt distribution of resolutions following their adoption by the Division.

(f.) Student Affairs Committee composed of the Student Representative to the Executive Committee and any number of individuals expressing an interest and willingness to promote student involvement in all activities of the Division and identify concerns of students related to Society structure, function, and activities.

(g.) Technical Committees of the Division shall include: Alligator Gar, Aquaculture, Catfish Management, Morone, Pollution, Reservoir, Small Impoundments, Trout, and Warmwater Streams. These committees shall provide a forum for the resolution of important professional problems within the Division. Each committee will elect a Chair. (Removed requirement for President's approval of Technical Committee chair).

(h.) Such Special Committees as are deemed necessary to carry out the work of the Division.

The Division committees shall not duplicate or conflict with the functions of the Standing Committees of the Society, although they may submit recommendations to such Standing Committees. The term of office for members of the Divisional committees shall end upon the discharge of their appointed duties or at the next annual meeting of the Division, whichever comes first.

SECTION~~ARTICLE~~ VIII. Voting and Quorum. Decisions at a meeting of the Division shall be in accordance with the Constitution of the Society. A quorum at the annual meeting of the membership for the transaction of official business of the Division shall be fifty (50) members in good standing. Business and voting may be conducted via mail or electronic media if approved by the Executive Committee. Unless otherwise specified in these Bylaws or the Constitution of the Society, business shall be conducted according to the latest edition of Robert's Rules of Order. Decisions at meetings are by

simple majority of Active Members voting, except 2/3 majorities are required in special cases such as amending the Bylaws and suspending a Rule. Other less frequently used voting requirements are described in Robert's Rules of Order.

SECTIONARTICLE IX. Dues and Fees.

The Executive Committee of the Division may levy special assessments, such as registration fees for attendance at annual meetings. Collection shall be made by the Secretary-Treasurer or an appointed representative.

SECTIONARTICLE X. Bylaws, Rules, and Procedures.

The Bylaws are the defining document for the Unit and take precedence over all other rules and procedures of the Unit. The Bylaws cannot be suspended and cannot be changed without prior notice to members. The Bylaws of the Division may be amended at the annual meeting by approval of 2/3 of the members present and voting, but all amendments must be reviewed by the Division's Executive Committee and provided to the membership at least 30 days prior for consideration by the membership. In accordance with the Society Constitution, an adopted amendment shall be reviewed by the Society's Constitutional Consultant for conformity with the Constitution, Rules and Procedures of the Society. The Constitutional Consultant presents the adopted amendment to the Society ~~Governing Board~~Management Committee for approval. Any change shall take effect when written notice of approval has been received from the Society's Executive Director.

Rules are the next highest level of documentation of Unit operations. They are generally established to facilitate the conduct of Unit business, and to describe duties and responsibilities of officers and committees. They may be suspended or amended as follows. The Rules may be suspended during an Executive Committee meeting until the next annual or special Unit meeting by a 2/3 majority of the Executive Committee. The Rules may be suspended for the duration of a meeting by a 2/3 majority of Active Members voting at an annual or special Division meeting. The Rules may be amended by a simple majority of Active Members voting at an annual or special Unit meeting.

Procedures are the lowest level of documentation of Division operations. They are generally established to provide continuity in the conduct of Division business. The Procedures may be suspended or amended by a simple majority vote of the Executive Committee.

STANDING RULES:

The following rules are established to assist in conducting the business of the Division. The processes for amending or suspending Rules are specified in the Bylaws of the Division.Division

1. Order of Business

The agenda at the annual meeting of the Division shall include, but shall not necessarily be limited to, the following with all reports provided to the Secretary-Treasurer

in written form. In the event that time limits presentations at the business meeting, each item shall be presented at the Executive Committee meeting.

1. Call to order by the President.
2. Determination of a quorum.
3. President's address.
4. Introduction of noteworthy guests and visitors.
5. Reports of the Secretary-Treasurer.
6. Reports of the Chapters.
7. Reports of Division committees.
8. Report of the Resolutions Committee.
9. Report of the Nominating Committee.
10. Report of the Ballot Committee.
11. Presentation of Awards.
12. Other old business.
13. Installation of newly-elected officers.
14. New business.
15. Adjournment.

2. Resolutions

(a.) General resolutions (those that place the views of the Division on record on matters of broad concern): in order to be eligible for consideration must be received by the Resolutions Committee no later than October 1, and must be printed in the Division newsletter before the annual meeting.

(b.) Internal resolutions (those that concern the Division itself) will be eligible for consideration up to and at the business meeting.

Bylaws Amendment History

The original draft of these bylaws was approved at the Annual Meeting, Southern Division American Fisheries Society, 8 October 1996.

Amendments

SECTION VII. (i.) Technical Committees of the Division shall include: Alligator Gar, Aquaculture, Catfish Management, Morone, Pollution, Reservoir, Small Impoundments, Trout, and Warmwater Streams. These committees shall provide a forum for the resolution of important professional problems within the Division. Each committee will elect a Chair.

Ratified on 6 October 1998
Governing Board approval 18 March 2000

SECTION VII (b.) Awards Committee of the Chair and at least three (3) members shall review and recommend to the President candidates who, by their noteworthy and longstanding contributions to fisheries, aquatic sciences, and the Division, shall be considered worthy of the Division's recognition for Outstanding Achievement, candidates who, by their outstanding contributions of time and energy for special projects or activities in the service of the Division, shall be considered worthy of the Division's recognition for Distinguished Service, candidates who, by their communication of noteworthy contributions to fisheries and aquatic science research and management shall be recognized for the Best Paper, and Division chapters who, through service to their members, communities and the profession shall be recognized as the Outstanding Chapter at the annual meeting.

Ratified on 9 November 1999
Governing Board approval 18 March 2000

SECTION VII. (b.) Awards Committee of five (5) shall review and recommend to the President candidates who, by their noteworthy and longstanding contributions to fisheries, aquatic sciences, and the Division, shall be considered worthy of the Division's recognition for Outstanding Achievement, candidates who, by their outstanding contributions of time and energy for special projects or activities in the service of the Division, shall be considered worthy of the Division's recognition for Distinguished Service, candidates who, by their communication of noteworthy contributions to fisheries and aquatic science research and management shall be recognized ~~for~~ by the John F. Dequine Award for the best paper, and Division Chapters who, through service to their members, communities and the profession shall be recognized as the Outstanding Chapter at the annual meeting.

Ratified on 31 October 2000
Governing Board approval 24 March 2001

SECTION V. Duties of Officers.

(a.) President. The President of the Division shall preside at all Division business meetings, serve as Chair of the Division Executive Committee, and represent the Division on the Governing Board of the Society (one of two representatives). The President shall appoint chairs of all Divisional Committees, except those defined in Section VII. (f) of these Bylaws, and the Divisional representative to the Southeastern Association of Fish and Wildlife Agencies. The President shall submit a report of the Division activities at the Society's Governing Board meetings and at the annual meeting of the Society. If unable to attend a Society Governing Board Meeting, the President may designate the Vice President, Secretary-Treasurer, or Immediate Past-President as an alternate by written notice to the Society's Executive Director prior to the meeting.

(b.) President-Elect. The President-Elect shall assume the duties of the President if the President is absent or unable to act, represent the Division on the Governing Board of the Society (one of two representatives), chair the Program Committee, and conduct other duties assigned by the President. If unable to attend a meeting of the Society Governing Board, the President-Elect may designate the Vice President, Secretary-Treasurer, or Immediate Past-President as an alternate by written notice to the Society's Executive Director prior to the meeting.

Ratified on 31 October 2000
Governing Board approval 24 March 2001

SECTION VII. (i.) Technical Committees of the Division shall provide a forum for the resolution of important professional problems within the Division. Each committee will elect a Chair, subject to approval by the Division President.

Ratified on 24 February 2001
Governing Board approval 24 March 2001

SECTION VI. Executive Committee.

The Executive Committee of the Division shall consist of the five duly elected officers, a student representative elected by students, and the President of each Chapter within the Division.

Ratified on 24 January 2014
Governing Board approval 21 July 2014

SECTION X. Bylaws, Rules and Procedures

The Bylaws are the defining document for the Unit and take precedence over all other rules and procedures of the Unit. The Bylaws cannot be suspended and cannot be changed without prior notice to members. The Bylaws of the Division may be amended at the annual meeting by approval of 2/3 of the members present and voting, but all amendments must be reviewed by the Division's Executive Committee and provided to the membership at least 30 days prior for consideration by the membership.

Ratified on 24 January 2014
Governing Board approval 21 July 2014

SECTIONARTICLE IV. Officers.

In accordance with the Bylaws of the Society, the officers of the Division shall consist of a President, President-Elect, Vice President, Secretary-Treasurer, Immediate Past-President, and Student Representative. All nominees for officers shall be members of the Society in good standing and shall have attended an annual meeting in one of the three years preceding their nomination.

Ratified on 21 February 2020

Governing BoardManagement Committee approval pending.

SECTIONARTICLE V. (d.) Secretary-Treasurer.

Duties requested by the Executive Director of the Society shall be performed and the minutes of the annual meeting shall be submitted to the Executive Director within 60 days following the meeting.

Ratified on 21 February 2020

Governing BoardManagement Committee approval pending.

SECTIONARTICLE V. (e.) Immediate Past-President.

The Immediate Past-President shall chair the Nominating Committee, Serve as a member of the Ballot Committee, and update Changes for the Procedure Manual.

Ratified on 21 February 2020.

Governing BoardManagement Committee approval pending.

SECTIONARTICLE V. (f.) Student Representative to the Executive Committee.

The Student Representative to the Executive Committee shall participate in EXCOM meetings/communications, represent student perspectives on issues and concerns about AFS, the Division, and student subunits, serve as a member of the Student Affairs Committee, write a short annual report on duties and accomplishments for the Annual Briefing Book, and contribute articles to the Division newsletter.
Governing Board approval pending.

Ratified on 21 February 2020.

Governing BoardManagement Committee approval pending.

SECTIONARTICLE VII. (b.) Student Representative to the Executive Committee.

Awards Committee of the Chair and at least three (3) members shall review and recommend to the President candidates who, by their noteworthy and longstanding

contributions to fisheries, aquatic sciences, and the Division, shall be considered worthy of the Division's recognition for Outstanding Achievement, candidates who, by their outstanding contributions of time and energy for special projects or activities in the service of the Division, shall be considered worthy of the Division's recognition for Distinguished Service, candidates who, by their communication of noteworthy contributions to fisheries and aquatic science research and management shall be recognized by the John F. Dequine Award for the best paper, and Division Chapters and student sub-units who, through service to their members, communities and the profession shall be recognized as the Outstanding Chapter and Outstanding Student-Subunit, respectively, at the annual meeting.

Ratified on 21 February 2020.

~~Governing Board~~Management Committee approval pending.

SECTIONARTICLE VII. (c.) Ballot Committee consisting of the Past-President and two (2) members, not to include other Division officers or members of the Nominating Committee, shall receive voting and report results to Division officers and report at the next annual meeting.

Ratified on 21 February 2020.

~~Governing Board~~Management Committee approval pending.

SECTIONARTICLE VII. (d.) Nominating Committee consisting of the Past-President and one (1) to two (2) members, shall recommend a slate of candidates for specific offices of the Division, including a Division representative to serve on the Society Nominating Committee.

Ratified on 21 February 2020.

~~Governing Board~~Management Committee approval pending.

SECTIONARTICLE VII. (e.) Resolutions Committee which may consist of up to five (5), which shall draft and recommend to the Division for consideration at its annual meeting such resolutions considered prudent and necessary in the furtherance of the purposes and objectives of the Division. The chair will also serve on the Policy Committee of the Society. The retiring chair shall be responsible for ensuring appropriate and prompt distribution of resolutions following their adoption by the Division.

Ratified on 21 February 2020.

~~Governing Board~~Management Committee approval pending.

SECTIONARTICLE VII. (f.) Student Affairs Committee composed of the Student Representative to the Executive Committee and any number of individuals expressing an interest and willingness to promote student involvement in all activities of the Division and identify concerns of students related to Society structure, function, and activities.

Ratified on 21 February 2020.

~~Governing Board~~Management Committee approval pending.

SECTIONARTICLE VII. (g.) Technical Committees of the Division shall include: Alligator Gar, Aquaculture, Catfish Management, Morone, Pollution, Reservoir, Small Impoundments, Trout, and Warmwater Streams. These committees shall provide a forum for the resolution of important professional problems within the Division. Each committee will elect a Chair.

Ratified on 21 February 2020.

Governing BoardManagement Committee approval pending.

Attachment C – Proposed Bylaws of the Cooperative Research Section

Bylaws of the Cooperative Research Section of the American Fisheries Society

Article I. Name and Objectives

The name of this organization shall be the Cooperative Research Section of the American Fisheries Society, hereinafter referred to as the CRS.

The objectives of the Section shall be those of the Society as set forth in Article I of the Constitution. In addition, the CRS also has the following objective:

Advance the Society's promotion of scientific research and sustainable management of fisheries resources by encouraging and facilitating research partnerships between scientists and resource users (e.g., commercial fishermen/ harvesters and recreational anglers). This section promotes varying levels of involvement from participating resource users ranging along the spectrum of cooperation at discrete points in the research process to full collaboration throughout the research process.

All activities of the CRS shall conform to the Society's Constitution, Rules, and Procedures.

Article II. Membership

1. Membership in the Section shall be open to all individual or institutional members of the Society having an interest in cooperative research.
2. Only active members of the Society may vote, hold office, or chair a committee.

Article III. Officers

1. The officers of the Section shall be the President, Vice President, Secretary, and Treasurer. The Secretary and Treasurer positions may be filled either separately or as a combined single position.
2. All officers must be in good standing with the Society.
3. All officers shall serve for a term of two years. The offices of Secretary and Treasurer can be renewed without an election. The President can hold a consecutive term if: 1) the current President is re-elected by the membership; and 2) if the Vice President agrees to defer his or her term for two years.
4. Officers shall be elected by a majority of ballots cast by the CRS membership. Elections may be conducted electronically or by other methods determined by the Executive committee.
5. Terms of newly elected officers will begin at the annual CRS business meeting.
6. In the event of a vacated position, the Executive Committee shall appoint a qualified replacement to fill the unexpired term.

7. No elected officer or appointed committee member of the CRS shall receive any salary or other compensation. Expenses associated with Section-related activities may be defrayed from funds available to the Section when authorized by the Executive Committee.

Article IV. Duties of Officers

1. The President shall:
 - a. Chair the Executive Committee of the Section;
 - b. Preside at all meetings of the Section;
 - c. Appoint all Committee members, and may serve as an ex-officio committee member;
 - d. Represent the Section as a member of the Society's Governing Board;
 - e. Oversee the Section's fiduciary responsibility by communicating with the Treasurer to ensure that the Section's funds are managed appropriately, and that required IRS reporting is completed annually;
 - f. Ensure that the Section website is updated;
 - g. Ensure that at least one CRS newsletter per year is sent to members;
 - h. Assist the President with planning and implementing CRS activities; and
 - i. Perform other duties as may be requested by the Executive Committee.
2. The Vice President (President Elect) shall:
 - a. Serve on the Executive Committee;
 - b. Perform the duties of President in the absence of the President;
 - c. Assume the office of the President in the event that the office is vacated;
 - d. Accede to the Presidency upon completion of the term of Vice President;
 - e. Prepare an annual work plan before taking office as President; and
 - f. Perform other duties as may be requested by the Executive Committee.
3. The Secretary shall:
 - a. Serve on the Executive Committee;
 - b. Keep the official records of the Section;
 - c. Maintain a current list of the Section membership;
 - d. Record meeting minutes and distribute them to the Section within 30 days after the meeting;
 - e. Assist the President in preparing the annual report to the Society;
 - f. Conduct CRS elections; and
 - g. Perform other duties as may be requested by the Executive Committee.
4. The Treasurer shall:
 - a. Serve on the Executive Committee;
 - b. Collect and be custodian of Section funds;
 - c. Disperse funds as authorized by the Executive Committee;
 - d. Submit a CRS annual financial report as required by the AFS Governing Board Reporting process prior to the annual Society meeting;
 - e. Complete required IRS reporting on an annual basis; and
 - f. Perform other duties as may be requested by the Executive Committee.
5. The Committee Chairs (see Article VII for details) shall:

- a. Report their Committee's activities, findings, and recommendations as required in Article VII (3);
- b. Assist the other officers as needed; and
- c. Perform other duties as may be requested by the Executive Committee.

Article V. Executive Committee

1. The Executive Committee shall consist of the elected officers of the Section and the chairs of the Communications and Outreach Committees.
2. Executive Committee meetings are called by the President.
3. The Executive Committee shall have the authority to determine policies and conduct business consistent with the objectives of the Section.
4. Meetings of the Executive Committee may be held at the call of the President when at least a quorum, as defined in Article V (6), can meet and conduct business.
5. Business and voting by the Executive Committee may be conducted by mail or virtually (i.e., via conference call or WebEx).
6. A quorum is required for transaction of official business at an Executive Committee meeting. A quorum for an Executive Committee meeting shall consist of at least three members.
7. Each member of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the President may cast the deciding vote.
8. The Executive Committee shall establish annual dues subject to approval by CRS members attending the annual business meeting.

Article VI. Meetings and Voting

1. Decisions at Section business meetings and on behalf of the Society shall be in accordance with the Society's Constitution, Rules, and Procedures, and the CRS Bylaws.
2. A quorum at business meetings shall be 10 members of the Section.
3. The latest edition of Robert's Rules of Order shall govern all applicable cases not covered by these Bylaws.
4. Balloting shall be completed at least two months before the annual meeting of the Section by either mail or electronic media.
5. Officers shall be elected by a simple majority of the returned ballots. Proper care will be taken to ensure confidentiality and anonymity of both mail and electronic ballots. In the case of a tie vote, the election will be decided by a simple majority vote of the Executive Committee.
6. In the event of a vacated position, the Executive Committee shall appoint a qualified replacement for the remainder of the term.

Article VII. CRS Committees

1. Committees and Chairs of committees, except as listed in Articles III and V of these Bylaws, shall be appointed and charged by the President.
2. Special Committees serve to accomplish a specific purpose and shall cease to function upon the discharge of the duties for which they were appointed or with the end of the term of the

appointing officer.

3. Standing Committees help the President and the Executive Committee conduct the Section affairs, and the Chairs shall report their committee's activities, findings, and recommendations at Section meetings and interim meetings of the Executive Committee.
4. The following Standing Committees composed of Section members in good standing shall be appointed by the President together with their chairpersons, who are expected to change periodically:
 - a. Communication Committee. The Communication Committee shall be responsible for and maintaining the Section's Website, Social Media accounts (e.g., Twitter, Facebook), and newsletter. The Committee shall consist of the Website Webmaster, Twitter and Facebook manager, the Newsletter Editor, and other Section members as necessary and appointed by the President. The Chair of the Website and Social Media Committee will serve as a member of the CRS Executive Committee.
 - b. Programs Committee. The Programs Committee shall be responsible for CRS events including (but not limited to) organizing webinars, workshops, and/or symposia.
 - c. Stakeholder engagement committee will be responsible for securing and distributing funding to assist industry members with attending regional and annual Society meetings. This committee will also support other sections and sub-units in industry engagement activities.

Article VIII. Amendment of Bylaws and Procedures

1. The bylaws are the defining document for the Section and take precedence over all other rules and procedures of the Section.
 - a. The Section bylaws may be amended by a vote of 2/3 of the Section members voting on the amendment, provided that the proposed amendment(s) are circulated to the membership at least 30 days prior to voting.
 - b. In accordance with the Society's Constitution, an amendment shall be reviewed by the Society's Constitutional Consultant prior to the Section's vote for conformity with the Constitution, Rules, and Procedures of the Society.
 - c. The Constitutional Consultant presents the adopted amendment to the Society's Management Committee for approval.
 - d. Amendments take effect when the Section receives written notice of their approval by the Management Committee from the Society Executive Director.
 - e. Procedures of committees and working groups are established to provide continuity in the conduct of Section business. Procedures may be suspended or amended by a simple majority vote of the Executive Committee.

Attachment D – Mexico Chapter Dissolution

Proposed Motion for the WD ExCom

Proposed Motion: The Western Division AFS will propose a motion to the AFS Management Committee and Governing Board that the Mexico Chapter of AFS will be dissolved.

Background: The Mexico Chapter of the American Fisheries Society was formed in 2004 as part of the Western Division of the American Fisheries Society. After establishment, the Chapter was active and regularly participating in Western Division Executive Committee meetings, and it hosted the 2014 Western Division annual meeting in Mazatlan, Mexico. The Chapter has held two elections that the Western Division is aware of, and the current Chapter President, to the Western Division's knowledge, is Dr. Agustín Hernández-Herrera. In October 2017, the Mexico Chapter hosted a joint meeting with the Mexico Fisheries Society in La Paz, Baja California Sur and a Western Division representative attended the meeting (Past President Cleve Steward). At this meeting, an election was held, and the following were instituted as officers for 2017 – 2019 (two-year terms as defined in the Mexico Chapter bylaws): Dra. Veronica Morales- Zarate (Past-President); Dr. Agustín Hernández-Herrera (President); Dr. Cesar Augusto Salinas-Zavala (President-elect) and Dr. José Alberto Zepeda-Domínguez (Secretary-Treasurer) (see [Tributary Vol. 41, No. 4](#)). Since that time the Mexico Chapter has failed to communicate with the Western Division and has not participated in any Western Division Executive Committee meetings. Currently only one of the known Mexico Chapter officers (Agustín Hernández-Herrera) has maintained their American Fisheries Society membership and therefore the Chapter is not operating consistent with their Bylaws or the Society Constitution, Rules, and Procedures; the only other officer known to have had an AFS membership is José Alberto Zepeda-Domínguez in 2014. Several Mexico Chapter members have recently expressed interest in continuing to be a part of the American Fisheries Society and the Western Division and have indicated a desire to restart a new chapter. There does not appear to be a clear path forward for reengagement of the existing Mexico Chapter as is, since they have the inability to hold elections with the current noncompliant officers in place. The intent of this motion is to dissolve a defunct and uncompliant Mexico Chapter to allow for the formation of a new Chapter with new officers.

Proposed Motion for the AFS Management Committee (January 2020 Meeting)

Proposed Motion: The AFS Management Committee recommends the AFS Governing Board vote to dissolve the Mexico Chapter of the American Fisheries Society

Background: The Mexico Chapter of the American Fisheries Society was formed in 2004 as part of the Western Division of the American Fisheries Society. After establishment, the Chapter was active and regularly participating in Western Division Executive Committee meetings, and it hosted the 2014 Western Division annual meeting in Mazatlan, Mexico. The Chapter has held two elections that the Western Division is aware of, and the current Chapter President, to the Western Division's knowledge, is Dr. Agustín Hernández-Herrera. In October 2017, the Mexico Chapter hosted a joint meeting with the Mexico Fisheries Society in La Paz, Baja California Sur and a Western Division representative attended the meeting (Past President Cleve Steward). At this

meeting, an election was held, and the following were instituted as officers for 2017 – 2019 (two-year terms as defined in the Mexico Chapter bylaws): Dra. Veronica Morales- Zarate (Past-President); Dr. Agustín Hernández-Herrera (President); Dr. Cesar Augusto Salinas-Zavala (President-elect) and Dr. José Alberto Zepeda-Domínguez (Secretary-Treasurer) (see [Tributary Vol. 41, No. 4](#)). Since that time the Mexico Chapter has failed to communicate with the Western Division and has not participated in any Western Division Executive Committee meetings. Currently only one of the known Mexico Chapter officers (Agustín Hernández-Herrera) has maintained their American Fisheries Society membership and therefore the Chapter is not operating consistent with their Bylaws or the Society Constitution, Rules, and Procedures; the only other officer known to have had an AFS membership is José Alberto Zepeda-Domínguez in 2014. Several Mexico Chapter members have recently expressed interest in continuing to be a part of the American Fisheries Society and the Western Division and have indicated a desire to restart a new chapter. There does not appear to be a clear path forward for reengagement of the existing Mexico Chapter as is, since they have the inability to hold elections with the current noncompliant officers in place. The intent of this motion is to dissolve a defunct and uncompliant Mexico Chapter to allow for the formation of a new Chapter with new officers.

Other notes:

From Society Rules

- Dissolution requires 2/3 vote of GB
- If a unit is dissolved its assets and records revert to the Society for disposal in the best interest of the unit's former members or of the Society as decided by the Governing Board
- A petition to form new Chapter must be signed by 25 Active Society members from the geographic area of that Chapter