



American Fisheries Society
March 2019 Management Committee Meeting
Monday, March 18, 2019

Management Committee Participants: Jesse Trushenski, Scott Bonar, Steve McMullin, Leanne Roulson, Jackie Watson, Abby Lynch, Tom Kwak, Jud Kratzer, John Boreman (Constitutional Consultant, non-voting), Doug Austen (Executive Director, non-voting)

Guests: Wes Neal

Emerging Leaders: Nathan Lederman, Dan Weaver

AFS Staff: Dan Cassidy, Drue Winters, Lauren Maza

Minutes of the Meeting

1. **Welcome/Determination of Quorum** – Quorum established by Boreman. Meeting called to order by Trushenski at 3:05 p.m.
2. **Agenda accepted with modification** – Discussion of altering Management Committee meeting date from Monday to Tuesday for April and May was added as the first item. After a brief assessment of how it will impact attendance it was decided to maintain MC calls on Mondays.
3. **Review and approval of minutes** from the February 19, 2019, Management Committee meeting.
4. **Constitutional Consultants Report** (Boreman) –

- a. **Motion:** Approve the proposed amendments to the bylaws of the Wisconsin Chapter.

Background: The proposed extensive amendments to the bylaws (Attachment A) were reviewed by the Constitutional Consultant and deemed consistent with the AFS Constitution and Rules. The Chapter membership recently voted to support these changes.

Moved by Boreman; 2nd by Roulson. Passed by unanimous consent.

- b. **Motion:** Approve the proposed amendments to the bylaws of the Virginia Chapter.

Background: The proposed minor amendments to the bylaws (Attachment B), which are mostly updating language to conform with the Society's Constitution and Rules, were reviewed by the Constitutional Consultant and deemed consistent with the AFS Constitution and Rules. The Chapter membership recently voted to support these changes.

Moved by Boreman; 2nd by McMullin. Passed by unanimous consent.

- c. **Motion:** Recommend that the Governing Board approve revisions to the Professional Code of Conduct as recommended by the Special Committee on Diversity and Inclusion.

Background: A review and revision of the AFS Standards of Professional Conduct (Attachment C) was assigned to the Special Committee on Diversity and Inclusion (Chair, Brooke Penaluna). The resulting document was then referred to the Ethics and Professional Conduct Committee which has also reviewed and endorsed the current version. This is being brought to the Management Committee for review and final referral to the Governing Board for consideration and adoption.

Moved by Boreman; 2nd by Roulson. Passed by unanimous consent.

5. **Policy Update** (Drue Winters)

- a. WOTUS – Drue provided comments at the US EPA public hearing in Kansas City, KS and noted that the WOTUS comment deadline is April 15. She is working with Headwaters paper authors on AFS comments as well as CASS comments. There will also be a Congressional briefing in Washington DC on April 4.
- b. RAWA – No bill yet filed in Congress and there is no clear pathway forward at this time.
- c. Pebble Mine EIS – AFS Western Division leadership and members are considering comments on draft EIS. AFS office will only move on developing comments if requested by Alaska Chapter and Western Division.
- d. National Fish Habitat legislation – introduced in House and Senate last week. Congressional briefing organized by Congressional Sportsmen's Federation and will have AFS speakers (Doug Nygren, Kansas)
- e. Offshore Aquaculture – Drue is working with NOAA on a possible briefing.

6. Executive Director and AFS staff report (Austen et al.)
 - a. ITN Briefing provided by guests ITN producers Mitch Johnson and Jack Moulds. ITN provided a preview the initial video and then engaged in discussion between ITN producers and MC members about possible program ideas, contacts, and locations.
 - b. AFS Financial Review (Cassidy)
 - i. There were no updates to the December 2018 financial reports and the January 2019 report is currently not available, as staff are focused on annual audit preparations which start in a few weeks.
 - ii. Investment portfolio report is positive with an estimated 9% increase in value this year.
 - c. Executive Director's report
 - i. Austen noted that the Publications Office hired Aubrey Tingler to be the Journals Production Coordinator. This was a recommendation from the Reno journals workshop that was approved by the AFS Governing Board.
7. President/Officers activities report
 - A. Trushenski – Attended three Division meetings and multiple chapter meetings. Noted that every event has some variation on Women in Conservation or Fisheries session and that all were well attended and very professionally done. There will be some sort of comparable event at the Reno meeting. An aquaculture briefing in conjunction with NOAA is tentatively being planned for June. Fish Culture Section is purchasing a special video camera for 360 degree virtual reality filming. This will be available to be used by other AFS units in preparation for 150th meeting displays.
 - B. Roulson – working on WOTUS comments with Drue Winters
 - C. McMullin – Attended Michigan chapter meeting. Noted very positive comments at chapter business meeting about AFS policy efforts. McMullin presented workshop on writing and noted possible development of this course for future AFS annual meeting. Noted that Diversity and Inclusion Special Committee is nearing finalization of work on special issue of *Fisheries* magazine.
8. Additional Topics – None
9. Adjourn at 4:16 p.m.

Attachment A – Wisconsin Chapter By-Laws

BYLAWS

Wisconsin Chapter of the American Fisheries Society

ARTICLE 1: NAME AND OBJECTIVES

1. The name of this organization is the WISCONSIN CHAPTER OF THE AMERICAN FISHERIES SOCIETY, hereinafter referred to as the Chapter and Society, respectively.
2. The objectives of the Chapter are:
 - a. Those of the Society as set forth in ARTICLE 1 of the Constitution of the Society.
 - b. To encourage the exchange of information by members of the Chapter and Society residing or working in the Wisconsin area.

Largely unchanged from the original. Minor grammatical changes were made and subheadings for item #2 were used as in the AFS' Constitution.

ARTICLE 2: MEMBERSHIP

1. Individuals interested in the Chapter and its objectives may become members of the Chapter by paying annual dues to the Chapter (see ARTICLE 9 of these bylaws). All Chapter members are encouraged to also become members of the Society.

Largely unchanged from the original Section II, with the exception that the subunit mentions were moved to the new Article 3 below.

A comment about students not paying dues. I argued that they do, they are just \$0. This leaves us flexibility to actually charge dues >\$0 in the future without modifying the bylaws.

ARTICLE 3: STUDENT SUBUNITS

1. The Chapter recognizes the following student subunits.
 - a. University of Wisconsin – Stevens Point.

- b. Northland College.
 - c. University of Wisconsin – Green Bay.
 - d. University of Wisconsin – Stout.
 - e. University of Wisconsin – Madison.
2. Student subunit ~~officer~~~~president~~s must be members in good standing (i.e., paid dues) of the Chapter and the Society. The Chapter shall pay Society annual dues for each ~~officer~~~~president~~ for both calendar years of their term.
 3. Institutions without a recognized student subunit may petition the Executive Committee to be recognized as a student subunit of the Chapter under Society Rule 6.a.iii.1. Details for this petition are available from the Chapter President.
 4. A student subunit may lose recognition by the Chapter after four years of inactivity at the Chapter level by members of the subunit and after the President and Student Affairs Committee have exhaustively tried to re-engage the subunit in Chapter business.

Added this from the original Section II. Made these major changes

1. Bulleted the subunit names
2. Added item 2 to be explicit about this expectation and offer.
3. Added items 3 to be explicit about this. Note, however, that the “details for the petition” need to be created (there is no evidence of such details from when previous subunits were added).
4. Added item 4 as I think that there should be an expectation of continued involvement at the Chapter level in order to remain recognized as a subunit. We chose four years as being the length of an undergraduate cohort (and thinking that it may take a couple of years to initiate the re-engagement and we do not want to remove recognized subunits).

UW-Madison has created a sub-unit that is both recognized as a student organization by UW-Madison and by AFS.

Now understand that all officers of the subunits must be members of national.

ARTICLE 4: OFFICERS, DUTIES, AND ELECTIONS

1. The Chapter shall have the following officers, terms of office, and duties.
 - a. The PRESIDENT shall serve a one (1) year term and preside at all meetings, serve as the Chair of the Executive Committee (see Article 5 of these bylaws), represent the Chapter to the North Central Division and Society, and make appointments and perform duties and functions as are authorized by the Executive Committee and necessary.

- b. The PRESIDENT-ELECT shall serve a one (1) year term and assume the duties of the President in the event the President is unable to serve, chair the Annual Meeting Arrangements Committee, and assist with other functions at the request of the President.
 - c. The PAST-PRESIDENT shall serve a one (1) year term and chair the Nominating Committee and assist with other functions at the request of the President.
 - d. The SECRETARY-TREASURER shall serve a two (2) year term and keep the official records of the Chapter, collect and be custodian of registration fees collected under ARTICLE 9 of these bylaws and any funds which may be allotted to the Chapter, disburse funds as necessary and authorized by the Executive Committee, submit a record of receipts and disbursements at the Annual Business Meeting, and perform such duties as may be requested by the Secretary-Treasurer of the Society and of the North Central Division. There is no limit on the number of terms that a member may serve as Secretary-Treasurer.
2. All officers must be members in good standing (i.e., paid dues) of the Society.
 3. Members of the Chapter may be nominated by the Nominating Committee, or by a Chapter member, for election as President-Elect or Secretary-Treasurer at the Annual Business Meeting. Nominees may be asked to address members at ~~the~~this meeting. In the event that two candidates are nominated for the same office, members will vote for one candidate by written ballot. Votes will be tallied by the Nominating Committee and announced to the membership at the same Annual Business Meeting. Terms of office shall begin immediately after the elections at the Annual Business Meeting.
 4. In the event of a cancellation of an Annual Business Meeting or a quorum is not present at the Annual Business Meeting, an election using electronic ballots may be held by the Nominating Committee as described in Article 8 of these bylaws. If an election is not held, the officers and the members of any committee shall continue to serve until the next Annual Business Meeting.
 5. In the event of a vacated officer position, the Executive Committee shall appoint a qualified replacement to fill the unexpired term.

This is parts of original Section IV and V (original section V is now the subheadings for Item 1). Made these major changes

1. Added duties for the Past-President (were not in the original).
2. Added “assist with other functions” language to the President-Elect position.
3. Added sentence about no term limits to Secretary-Treasurer.
4. Added Item 2 to make this expectation clear.
5. Added Item 3 to try to clarify the nomination and election process for officers and when terms begin.
6. Item 4 was amended to include the language about not having a quorum and allowing electronic voting. The last sentence was in the original.

7. Item 5 was in the original, but is now a separate item here.

ARTICLE 5: EXECUTIVE COMMITTEE

1. The Executive Committee of the Chapter shall consist of the Chapter officers and presidents of the student subunits.
2. The Executive Committee is authorized to act for the Chapter between Annual Business Meetings and to perform appropriate duties and functions.
3. A quorum is required for transaction of official business at an Executive Committee meeting. A quorum shall consist of at least three (3) Chapter officers and at least ~~one (1)~~ **two (2)** student subunit presidents. Executive Committee members may appoint a proxy.
4. Each member of the Executive Committee shall have one (1) vote on Executive Committee decisions. In the event of a tie, the President's vote may be the deciding vote.
5. Executive Committee meetings are called by the President.

This was original Section VI. Made these major changes

1. Changed Item 1 to just presidents of the student subunits rather than listing all of them individually (will ease future changes if we add more subunits).
2. Item 2 was in the original, just separated into its own bullet here.
3. Changed the quorum of the ExComm in Item 3 from "4 of 6 members" to "at least 3 officers and at least 1 student sub-unit President." This seemed appropriate given that it may be difficult to get student presidents together at certain times (e.g., in the summer) or if participation by a subunit is lacking (in the sense that they don't have a president that attends ExComm meetings). Also, this largely precludes a Chapter-level decision being made primarily by the subunit Presidents, but also by being made without any sort of subunit involvement.
4. Item 4 was changed from "... shall be the deciding vote" to "... may be the deciding vote" based on this advice from the AFS Constitutional Consultant – "As suggested in Robert's Rules, this wording change gives the president the option of not voting (although it will kill the motion) if the president wishes to maintain the appearance of neutrality on the issue at hand."
5. Removed the language in Item 5 about ExComm meetings typically being held three times per year (this has not been the practice for quite some time).

Changed to two subunit presidents with the addition of UW-Madison.

ARTICLE 6: COMMITTEES

1. Standing committees help the Executive Committee conduct Chapter business. The Chapter has established the following standing committees:

- a. Annual Meeting Arrangements
 - b. Awards
 - c. Continuing Education
 - ~~d. Environmental Issues~~
 - de. Membership
 - ef. Newsletter and Communication
 - fg. Nominations
 - ~~h. Outreach~~
 - gi. Raffle and Revenue
 - hj. Resolutions / Environmental Issues
 - ik. Scholarship
 - jl. Student Affairs
 - km. Website
2. Additional standing committees as may be necessary for the conduct of Chapter business may be formed by the Executive Committee and approved for these bylaws as described in ARTICLE 11 of these bylaws.
 3. Committee chairs, with the exceptions of the Nominating and Annual Meeting Arrangements committees (as described in ARTICLE 4 of these bylaws), shall be appointed by the President. Committee members shall be recruited by and serve at the pleasure of the Committee chair.
 4. Committee chairs shall report their committee's activities, findings, and recommendations at the Annual Business Meeting and ~~interim~~ meetings of the Executive Committee. Committee chairs shall submit a written report to the Secretary-Treasurer prior to the Annual Business Meeting.
 5. Special committees may be formed by the President at any time for specific, time-limited purposes. A special committee shall be disbanded upon completion of the specified project and subsequent report to the Executive Committee or Chapter.

This was original Section VII. Made these major changes

1. Moved the list of standing committees to the beginning of this Section and alphabetized the list.
2. Added the Nominations and Program committees as they are listed elsewhere in the bylaws. Deleted "local arrangements" committee as I interpreted that as the same as the

Program Committee. Then changed “Program” to “Annual Meeting Arrangements” as it is more descriptive of the committee’s charge.

3. Added the Student Affairs Committee which we initiated this year.
4. Removed the Outreach committee (its chair has been vacant for a number of years and I could not find a description).
5. Added Item 2 to be explicit.
6. The first sentence in Item 3 is largely the same as what was in the original 7.1. I added the sentence about members of the committee and the chair.
7. Item 4 is largely the same as the original Section 7.3.
8. Added Item 7.5 (idea from the bylaws for the Mississippi Chapter).

In 2014 there was a note that the ExComm would look into combining the Resolutions and Environmental Issues committees. In 2015, the minutes suggested that this happened but there is no record that it did (that I could find). Titus Selheimer’s recollection is that the two were combined (he is, at least, the chair of the Resolutions committee).

ARTICLE 7: MEETINGS

1. The Chapter shall hold at least one (1) meeting annually (the Annual Meeting) at a time and place suggested by the Annual Meeting Arrangements Committee and approved by the Executive Committee.
2. The Chapter shall hold a business meeting (the Annual Business Meeting) with the membership at the Annual Meeting.
3. The President with the approval of the Executive Committee may call special membership meetings.

This Article was added and was originally Section 3.1 of the “Meetings and Voting” section. It seemed appropriate to separate these two things (see “Voting and Quorum” Article 8) and was consistent with the bylaws of other chapters.

Note that “Annual Meeting” and “Annual Business Meeting” which are used elsewhere in the bylaws are defined here in Items 1 and 2.

ARTICLE 8: VOTING AND QUORUM

1. Unless otherwise specified in these bylaws or the Constitution of the Society, decisions of the Chapter shall be in accordance with the latest edition of Robert’s Rules of Order.
2. A quorum at any meeting for the transaction of official business shall be 50 ~~one-third (1/3)~~ ~~of~~ members of the Chapter.

3. Voting may be conducted electronically upon decision by the Executive Committee. In these instances, a quorum shall be one-third (1/3) of members voting during a fifteen (15) day electronic voting period.
4. Decisions at meetings are by simple majority of members voting, except a two-thirds (2/3) majority is required in special cases such as amending bylaws and suspending a rule.

This Article was added and was originally Sections 3.1-3.4. Note that the original 3.3 was split into items 2 and 3 here. The original Item 1 did not make sense to me. I asked the Constitutional Consultant about the new item 1 and he said that it was more appropriate.

It was noted that we often will not reach a quorum at the Annual Business Meeting. I attended a webinar by the AFS Constitutional Consultant that suggested that this number should be reasonable (i.e., not too large) and should be what can reasonably be expected to attend a meeting. Some chapters have set a specific number (as small as 10).

I suggested 50 above as we plan Annual Meetings for 200 people and it seems reasonable to expect ¼ to attend the Business Meeting. Other suggestions were for things like “A quorum for the transaction of official business at the Annual Business Meeting shall be one-third (1/3) of members registered for the concomitant Annual Meeting.”

ARTICLE 9: DUES AND FEES

1. The Executive Committee shall establish annual dues subject to the approval of members voting at the Annual Business Meeting.
2. The Executive Committee, with consultation from the Annual Meeting Arrangements Committee, may establish a registration fee from each registrant attending the Annual Meeting.
3. Annual dues and Annual Meeting registration fees shall be collected by the Secretary-Treasurer. Members paying annual dues shall be communicated to the chair of the Membership Committee to maintain an accurate membership database.

This was original Section IX. Made these major changes

1. Added the “Collections” sentence to Item 3 to be explicit and to recognize that the S-T must tell membership about who has paid their dues.
2. Add the “consultation” phrase to Item 2 as the President-Elect primarily works to identify the registration fee as the meeting is being arranged.

ARTICLE 10: BYLAWS AND PROCEDURES

1. The bylaws are the defining document for the Chapter and take precedence over all other rules and procedures of the Chapter. The bylaws cannot be suspended. The bylaws can be changed or amended as described in Article 11 of these bylaws.
2. Procedures are the lowest level of documentation of Chapter operations. They are generally established to provide continuity in the conduct of Chapter business. The Procedures may be suspended or amended by a simple majority vote of the Executive Committee.

This was original Section X. Made these major changes

1. Moved the parts about amending the bylaws from here and into the new Article 11 below.
2. Removed a whole section about “rules” for which I could find no evidence that we, as a Chapter, have. This changed the title from “BYLAWS, RULES, AND PROCEDURES” to “BYLAWS AND PROCEDURES”.

ARTICLE 11: BYLAWS AMENDMENTS

1. Proposed amendment(s) must be circulated in writing to the membership at least 30 days prior to voting. The bylaws may be amended by a two-thirds (2/3) majority of members choosing to vote, provided that a quorum was reached (see Article 8 of these bylaws).
2. In accordance with item 14.b.vii of the Society’s Rules, 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 Management Committee for approval.
3. Amendments take effect when the Chapter receives written notice of their approval by the Management Committee from the Executive Director.

This was originally part of Section X. Made these major changes

1. Quorum language in #1.
2. Item #2 original said the “Society’s Constitution” but I could not find any mention of this in the Constitution; rather it was in the Rules.

There was an original Item 8.1 called “Election of Members” that said “Application for all classes of American Fisheries Society membership may be received by the Secretary-Treasurer of the Chapter and shall be forwarded to the Society.” This was removed because its intent was unclear or it implied that we would collect dues for the Society and forward to them, which we do not want to be in the business of doing.

Acceptance and Revisions Timeline

Approved Revision: February, 2005

Approved Revision: XXX, 2019

Attachment B – Virginia Chapter By-Laws



BYLAWS OF THE VIRGINIA CHAPTER

American Fisheries Society Southern Division

Chartered: 10 September 1990
Most Recent Revision: 1 January 2019

CONTENTS

	<u>Page</u>
ARTICLE I – Names and Objectives.....	3
ARTICLE II – Membership.....	3
ARTICLE III – Meetings.....	4
ARTICLE IV – Officers.....	4
ARTICLE V – Duties of Officers.....	5
ARTICLE VI – Executive Committee.....	5
ARTICLE VII – Chapter Standing Committees.....	6
ARTICLE VIII – Voting and Quorum.....	8
ARTICLE IX – Dues and Registration.....	8
ARTICLE X – Amendments of the Bylaws.....	9

AMERICAN FISHERIES SOCIETY

BYLAWS OF THE VIRGINIA CHAPTER

ARTICLE I

Name and Objectives

1. The name of this organization shall be the Virginia Chapter of the American Fisheries Society, hereinafter referred to as the Chapter **and Society, respectively.**
2. The objectives of the chapter, in addition to being those of **the Society** as set forth in Article 1 of the Constitution, shall be:
 - A. To provide access to **the Society** by extending membership to those whose needs are not fully met by established Society Chapters,
 - B. To provide a forum for the discussion, debate, and resolution of aquatic resource issues within the political boundaries of the Commonwealth of Virginia, and
 - C. To encourage exchange of information among established **Society** Chapters within the Commonwealth, namely the Potomac Chapter, the Tidewater Chapter, and the Virginia Tech Chapter.
 - D.

ARTICLE II

Membership

1. The membership of the Chapter shall be composed of persons interested in fisheries-related issues within the Commonwealth of Virginia and having paid their current Chapter dues.
2. Only an active member of **the Society**, in good standing with the Chapter, may hold office, vote, or chair a committee.
3. **ACTIVE MEMBERS of the Society are as defined in Article II (1) (a) of the Society constitution.**

ARTICLE III

Meetings

1. The Chapter shall hold at least one meeting annually. The Executive Committee shall determine the time and place of the annual meeting.
2. The annual meeting will be held jointly with contiguous **Society** chapters, when possible. Annual meeting sites shall be moved around the Commonwealth, not to be held at the same location during consecutive years.

ARTICLE IV

Officers

1. The officers of the Chapter shall consist of a President, a President-elect, Past President, a Secretary, and a Treasurer.
2. Officers shall be elected annually by mail or electronic ballot, received by members at least 30 days before the annual meeting. Officers shall be nominated by a nominating committee appointed by the Executive Committee. Officers shall be elected by a majority of ballots cast. Newly elected officers shall be installed at the annual meeting. The President and President-Elect shall serve until the next annual meeting. The Secretary and Treasurer's terms of office will be three years.
3. In the event of a vacated position, the Executive Committee shall appoint a qualified replacement to fill an unexpired term. If the Chapter fails to hold a valid election, officers shall serve until a successor is duly selected in accordance with these Bylaws.
4. Officers of the Potomac Chapter, the Tidewater Chapter, and the Virginia Tech Chapter cannot serve as Virginia Chapter officers concurrent with their respective terms of office.
5. No elected officer or appointed committee member of the Virginia Chapter shall receive any salary or other compensation. Expenses may be defrayed from funds available to the Chapter when authorized by the Executive Committee.

ARTICLE V

Duties of Officers

1. The President of the Chapter shall preside at all meetings, chair the Executive Committee, establish and appoint special committees and consultants as required, serve as a voting member of the Southern Division's Executive Committee, serve as a non-voting member of the **Society's** Governing Board, and perform other duties and functions as are authorized and necessary.
2. The President-Elect shall chair the Program Committee and assume the duties of President if the latter is unable to act. The President-Elect shall assume the presidency upon expiration of the current President's term.
3. The Secretary shall keep the official records of the Chapter, prepare official correspondence, including newsletters, as directed by the President, maintain a current list of Chapter members in good standing, and submit minutes of the Chapter meeting to **the Society's** Executive Director and the Southern Division's Secretary-Treasurer within 30 days after each meeting.
4. The Treasurer shall collect and be custodian of Chapter funds, disburse funds as authorized or necessary, submit a record of receipts and disbursements at the annual Chapter meeting, establish banking arrangements and prepare and file necessary tax returns and other official documents to keep the Chapter in good legal and financial standing, and maintain financial records for review by Society officers and staff as needed or required, and discharge other duties as requested by appropriate Society officers.
5. The immediate Past President shall serve on the Executive Committee and assist the other officers as needed.

ARTICLE VI

Executive Committee

1. The Executive Committee of the Chapter shall consist of elected officers, the Immediate Past-President, and other members as may be appointed by the President. Those with voting privileges shall be the President, President-Elect, Past President, Secretary, and Treasurer.
2. The Executive Committee is authorized to act on behalf of the Chapter between annual meetings.

3. A quorum is required for transaction of official business at an Executive Committee meeting. A quorum for an Executive Committee meeting shall consist of three of the five **voting** members. Executive Committee members can appoint a proxy.
4. Each member of the Executive Committee shall have one vote on the Executive Committee decisions. In the event of a tie, the President **may** cast the deciding vote.
5. Executive Committee meetings are called by the President.
6. **Binding contracts or financial transactions that are on behalf of the Chapter and have contractual obligations or payments that are equivalent to or exceed \$500 in Chapter funds need full Executive Committee review and majority approval.**
7. **Contracts and/or agreements that are prepared on behalf of the Chapter require a signature by the acting Chapter President or Treasurer to become a binding contract. In the case that the President or Treasurer are unable to fulfill this duty, the President can appoint a proxy from any other active Executive Committee member to sign a contract. The appointee must be identified in writing (electronic correspondence accepted) by the acting President before any contract is signed in order for the contract to be valid.**

ARTICLE VII

Chapter Standing Committees

1. Committees and Chairpersons shall be appointed by the President as necessary for Chapter business in accordance with ARTICLE II of these Bylaws. The terms of office for the members of Chapter committees shall end upon the discharge of the duties for which they were appointed, or at the next annual Chapter meeting, whichever comes first.
2. The Chapter shall have the following standing committees:
 - A. **Arrangements:** This committee shall be composed of a minimum of three Chapter members. It shall be the responsibility of the Arrangements Committee to make the necessary contacts to provide meeting places, accommodations, and any arrangements that will benefit the successful outcome of a meeting.
 - B. **Awards:** This committee shall administer the Chapter awards program (includes awards, scholarships, and VA Junior Fisheries Biologist Program) and be chaired by the Immediate Past-President.

- C. Communications: This committee shall provide and facilitate all internal and external communication among Chapter members. Specific duties include providing and updating electronic communication abilities (listserv) and our internet Webpage.
- D. Continuing Education: This committee shall assess the educational and training needs of the fisheries profession as a means to develop a comprehensive continuing education program that may include workshops, special classes, and symposiums with a goal of conducting a minimum of one program per year.
- E. Environmental Affairs & Advocacy: This committee shall provide technical advice to the Executive Committee concerning local, state, and national environmental issues that are of importance to the Chapter membership. This committee shall also draft resolutions (a formal expression of Chapter opinion or intent), review, and edit resolutions made by the Executive Committee or members, and submit for vote at the annual meeting. This committee will also handle membership concerns of vital aquatic-related issues in Virginia, and prepare responses that reflect the mandate of the Chapter.
- F. Membership: This committee shall maintain and increase Chapter membership by actively identifying and contacting potential members.
- G. Nominating: This committee shall be composed of no more than three Chapter members, who are also Active Members of **the Society**, appointed by the Executive Committee. They shall present a slate of no more than two candidates for the President-Elect, the Secretary and the Treasurer positions no less than 30 days before the Annual Chapter Meeting. Prior approval shall be obtained from said candidates.
- H. Outreach: This committee shall develop educational material that will inform students and the general public of the missions and activities of the Chapter and AFS. This committee shall also provide Chapter support or involvement in activities and programs that encourage and enhance knowledge of fisheries and the aquatic environment.
- I. Program: This committee shall be composed of a minimum of three Chapter members, including the President-Elect as Chairperson. It shall be the responsibility of the Program Committee to develop an agenda and informative program for the annual meeting and other **Society**-sponsored meetings. The program shall be submitted to the Chapter Secretary prior to the annual meeting date for distribution to the membership.

ARTICLE VIII

Voting and Quorum

1. All decisions at Chapter meetings shall be in accordance with the Constitution and Rules of **the Society**.
2. At least 10 current members are needed to establish a quorum and conduct official business. Decisions shall be determined by majority of qualified voters (ARTICLE II) present and voting, except as specified in Article X.
3. Business and voting may be conducted via email or electronic media as designated by the Executive Committee.
4. The latest edition of Robert's Rule of Order shall govern all Chapter business not covered by these Bylaws.

ARTICLE IX

Dues and Registration

1. Annual dues for membership in the Chapter shall be established by the Executive Committee and must be paid before the Annual Chapter Meeting.
2. The Executive Committee may assess registration fees for the annual Chapter meeting.

ARTICLE X

Amendments of the Bylaws

1. The Bylaws of the Chapter may be amended by a two-thirds majority approval of eligible members voting, provided that notice of proposed change(s) is given to the membership at least 30 days prior to a meeting. If voting is done by mail or electronic ballot, 30 days will be given for members to return their ballots.
2. In accordance with the Society Constitution, all amendments shall be reviewed by the Society's Constitutional Consultant for the conformity with the Constitution, Rules and Procedures of the Society. The Constitutional Consultant presents the adopted amendment to the Society's **Management Committee** for approval.

3. Bylaw amendments do not take effect until the Executive Director has sent written notice of their approval by the **Society's Management Committee**.
4. **Chapter procedures may be amended by a simple majority vote of the Chapter's Executive Committee.**

Attachment C – Standards of Professional Conduct

Standards of Professional Conduct

A member of the American Fisheries Society (AFS) has an obligation to perform his/her duties in an ethical manner. First and foremost, on joining the AFS, a member accepts the responsibility to serve and manage aquatic resources for the benefit of those resources and of the public, based on the best scientific data, as specified by the Society's "North American Fisheries Policy" (see Fisheries 21[3]:26-29). He/she acts ethically in his/her relationships with the general public and with his/her employers, employees, peers, fellow AFS members, and associates, and he/she follows the tenets of the Society's Equal Opportunity Policy (see 1998-1999 AFS Membership Directory and Handbook, page 3). He/she strives to preserve and enhance the fisheries profession, to provide a diverse, inclusive and welcoming environment, and to encourage these behaviors in others. All members must adhere to the "Standard of Professional Conduct" as herein established.

Section I. Integrity of the Profession

Each member of the AFS shall:

1. Avoid actual or apparent dishonesty, misrepresentation, and unprofessional demeanor by using proper scientific methodology, by adhering to the Society's "Guidelines for Use of Fishes in Field Research" (see Fisheries 13[2]:17-21) by fully documenting technical conclusions and interpretations, and by encouraging these practices by others;
2. Not speak for, represent, or imply in any way that he/she represents the Society without the express approval of the president or Governing Board. No member of any Chapter, Division, or Section may speak with authority for that group without specific authorization;
3. Give appropriate credit for professional work done by others;
4. Make the fisheries profession more effective by exchanging information and experiences with colleagues, students and the public via formal publications, reports, and lectures; informal consultations; and constructive interactions with professional societies, journalists, and government bodies;
5. Approve only those plans, reports, and other documents he/she has helped prepare or has supervised;
6. Make professional recommendations and decisions to benefit fishery resources and the public, base them on the best available scientific data and judgments, and give a clear and balanced exposition of the consequences of following and of not following such recommendations and decisions;
7. Restrict, to the extent feasible, criticisms of technical results and conclusions of other researchers to professional forums such as meetings and technical journals;
8. Balance, to the extent possible, professional viewpoints representative of the breadth of perspectives and backgrounds from which information is both obtained and applied;
9. Recruit employees, to the extent possible, reflecting the diversity inherent in fishing communities, inclusive of all ethnic, gender, cultural, and age groups;

10. Treat employees justly and fairly with respect to supervision, job development, recognition, and compensation;
11. Encourage education that identifies unconscious biases, and incorporates training opportunities supporting inclusion and diversity in the workplace.

Section II. Relations with Clients, Employers, and the Public

Each member of the AFS shall:

1. Serve everyone professionally without prejudice or conflict of interest; unless the member's professional convictions conflict with the policies of the employer, in which case the member will provide the employer with full supporting evidence and sufficient time for study and action;
2. Maintain confidential relationships with employers and clients unless authorized by the employer or required by law or due process to disclose information or results produced while employed by that client;
3. Advertise his/her professional qualifications truthfully, without exaggeration and without denigration of others;
4. Express opinions on an aquatic resource subject only if qualified to do so by training, experience, or study;
5. Clearly separate professional opinion from accepted knowledge or fact in all communications;
6. Recognize the value of diverse backgrounds of other professionals and members of the public, and acknowledge the scientific value of diverse perspectives;
7. Advise against any action or decision by an employer, client or colleague that violates any law or regulation. If a member finds employment obligations conflict with professional or ethical standards, the member should advise the employer of the conflict. If such a conflict is not resolved in a timely manner, or if the action appears to materially affect public health, safety, or welfare, then the member shall advise the AFS of the objectionable condition or practice and supply substantial evidence of the problem. The member should reject attempts by employers and others to coerce or manipulate professional judgment and advice. The member should exercise professional judgment without regard to personal gain, and refuse compensation or other rewards that might be construed as an attempt to influence judgment;
8. Not distort or withhold information solely to substantiate a personal point of view;
9. Give expert testimony to a court, commission, or other tribunals only when based on adequate knowledge and honest conviction and give balanced judgments about the consequences of alternative actions;
10. Expose scientific or managerial misconduct, including misrepresentation to the public of aquatic science/professional information or overtly prejudice or exclusive behaviors, by informing the president of the AFS. The president shall refer this material to "The Ethics and Professional Conduct Committee."
11. This current version has been updated from the version that was adopted by the Governing Board in August 1997