

**SOUTH CAROLINA AQUATIC PLANT MANAGEMENT
SOCIETY, INCORPORATED (A Corporation not for profit)**

BYLAWS

(Updated and current - October 1, 2005)

(Updated and current - August 13, 2009)

(Updated and current - October 3, 2019)



ARTICLE I NAME

The name of the Society shall be **THE SOUTH CAROLINA AQUATIC PLANT MANAGEMENT SOCIETY, INCORPORATED.**

ARTICLE II PURPOSE OF SOCIETY

The purpose of the Society shall be to assist in promoting the management of aquatic vegetation, to provide for the scientific advancement of members, to encourage scientific research to promote university scholarships and to extend and develop public interest in the discipline.

ARTICLE III PLACE OF BUSINESS

The principle place of business shall be located at the address of the Treasurer, or such other place as the Board of Directors may decide.

ARTICLE IV OFFICERS

Section A: The officers of the Society shall be President, Vice President, Secretary, Treasurer, and Editor. The Board of Directors shall consist of ten members, which shall include the active officers and the Past President of the Society. **Section B:** President. The President shall preside at all business meetings of the Society, annual and special, and all meetings of the Board of Directors. The President shall discharge such other duties as usually pertains to such office and upon completion of his term shall become a Director at Large for one year. **Section C.** Vice President. The Vice President shall exercise the powers and perform the duties of the President in the absence, disability, or a vacancy in the office of the President. He shall also perform such duties as may be assigned by the President or the Board of Directors. The Vice President shall be the President Elect and shall succeed to President upon ratification of the active members present and voting. **Section D.** Secretary. The Secretary shall keep full and complete minutes of all meetings of the Society. The Secretary is responsible for the maintenance of membership records and shall issue notices of meetings and conduct such correspondence as is usually conducted by such office of similar organizations. **Section E.** The Treasurer shall collect and receipt all dues, assessments and other income and deposit promptly all funds of the Society in such depository as approved and designated by the Board of Directors. Checks in payment of obligations of the Society shall be signed by the Treasurer and the Treasurer shall pay all bills and make such other disbursements as are necessary to the operation of the Society. He shall at the annual meeting of the Society make a true and full report of the financial conditions of the Society. The Treasurer shall before assuming office be required to make and execute a good and sufficient surety bond in an amount of not less than two thousand (\$2,000.00) dollars conditioned on the faithful performance of duties of the office. The Treasurer shall provide for an annual audit of all books and fiscal documents of the Society by the Internal Audit Committee prior to each annual meeting of the Society. The cost of said surety bond and audit to be borne by the Society. The financial statement as prepared during the audit shall be included as part of the annual proceedings of the Society. **Section F.** Editor. The duties of the Editor shall be to publish and distribute all publications of the Society. **Section G.** Directors. The Directors shall assist in administering the affairs of the Society.

ARTICLE V TERM OF OFFICE

The President and Vice President shall be elected for a one year term or until successor shall be duly elected. All other officers, including the Secretary, Treasurer, Editor, and directors shall be elected for a two-year term of office. The terms of the directors shall be sequenced so that two

will conclude each year. Only the Secretary, Treasurer, and Editor may succeed themselves beyond a two-year term of office. Officers elected at the annual meetings shall begin their duties at the close of the annual meeting at which they are elected.

ARTICLE VI BOARD OF DIRECTORS

Section A. The President of the Society shall be Chairman of the Board of Directors. **Section B.** The Board of Directors shall meet upon the call of the President or upon the request of three or more members of the Board of Directors in writing to the Secretary. At least fifteen (15) days prior notice in writing shall be given to all members of the Board of Directors as to any meetings. The time and place of meetings shall be designated by the President. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business. An action of the Board of Directors shall be upon the vote of the majority of its members present. The Board of Directors shall meet no less than three (3) times annually. One meeting shall be held immediately before the annual meeting of the Society; one meeting immediately after the annual meeting of the Society; and one additional meeting shall be held during the interim.

Section C. The Board of Directors shall manage the affairs of the Society and shall have the power: (1) to fill any vacancies among the officers of the Society including the membership of the Board of Directors; except as provided in Article IX; (2) to prescribe the duties of the officers of the Society not otherwise prescribed in the Bylaws of this Society; (3) to provide rules and regulations for the conduct of the affairs of this Society as are not inconsistent with the provisions of the Bylaws; (4) to accept or reject applications for members in this Society; (5) to increase the amount of the Treasurer's bond if the board deems two thousand (\$2,000.00) dollars insufficient; the Board of Directors shall have full power of the Society in all matters demanding action between meetings and shall submit at the next succeeding meeting of the Society a report of all actions taken by them under authority of this section.

ARTICLE VII QUORUM

A quorum for any meeting of the Society shall consist of not less than fifteen (15) voting members, or ten percent (10%) of the membership, whichever is smaller, at least two of whom shall be officers of the Society.

ARTICLE VIII MOTIONS AND RESOLUTIONS

All motions and resolutions presented at any annual meeting of the Society involving matters of policy, administration or business shall be referred to the Board of Directors who shall consider the same and report its recommendation back to the Society; provided however, that should any matter requiring immediate action by the Society, such matters may be considered immediately by consent of three-fourths of the active members present and voting. If a situation arises for a resolution then the membership will be notified by the President to get their reaction. The Acting Resolutions Committee will draft and present the resolution to the Board of Directors for their review and approval. The final resolution will be published in the next newsletter.

ARTICLE IX MEETINGS

Section A. There shall be an annual meeting of the Society for the next election of officers, the presentation of papers and discussion on aquatic weed control, uses of aquatic vegetation and related subjects and such other business as may be properly brought before it. Such annual meetings shall be held at such time and place as the Board of Directors may decide. At least sixty days prior notice shall be given in writing to all members as to time and place of the annual meeting. **Section B.** Special meetings of the Society may be held whenever the Board of

Directors deems such meetings necessary or whenever ten or more active members shall make a written request therefore, presented to the Secretary. Such requests shall be placed with the Board of Directors, which shall designate a time and place for such special meetings. The Secretary shall give written notice of all special meetings of the Society to all members at least four weeks prior to the date of such special meetings.

ARTICLE X FISCAL YEAR

The fiscal year of the Society shall be January 1 through December 31.

ARTICLE XI ELECTION OF OFFICERS

Officers of the Society shall be elected by majority vote of the voting members present at the annual meeting and shall serve until the close of the next annual meeting of the Society. Vacancies in the office of President between terms shall automatically be filled through succession in the following order; Vice President, Secretary, Treasurer, Editor. All other vacancies except President, shall be filled through appointment by the Board of Directors. The election of officers of the Society shall be held as part of the business meeting at the annual meeting.

ARTICLE XII MEMBERSHIP AND DUES

Membership shall be in one of the following categories: **1. Active Members:** Individual members who are not student or honorary members. **2. Student Members:** Individual members who are full-time high school or college students at the time of membership. **3. Sustaining Members:** Memberships of commercial entities, such as companies, firms and corporations. This membership shall be represented by one individual and have one vote. **4. Honorary Members:** Members designated as such by the Society in accordance with Article XVI of the Bylaws. The term of membership shall be January 1 through December 31. Dues may be paid in advance of January 1. In order to be eligible to vote at the annual meeting, dues must be paid no later than the first day of the annual meeting. Dues for each membership category shall be recommended by the Board of Directors and approved by a simple majority of eligible members present at the annual meeting. The membership shall be notified of any proposed changes to the dues at least 30 days prior to the annual meeting.

ARTICLE XIII COMMITTEES

Standing committees shall be appointed by the President Elect to serve during his term as President as follows: **1. Governing Committee:** This committee shall consist of all active past Presidents of the Society and shall be chaired by the immediate past President. In the event a member of this committee is elected to serve as President of the Society they will be excused from service on the committee during their tenure as President. The functions of the Governing Committee shall be as an oversight body to insure compliance with the Bylaws of the Society, to approve honorary membership candidates, to act as an advisory council to the Board of Directors and to perform other functions as requested by the Society's President. **2. Historical Committee:** This committee shall consist of one member who shall be referred to as "The Historian." The Historian shall collect, organize, and maintain items of potential historical significance. Documents such as programs for annual meetings, correspondence, organizational charter, bylaws, etc., shall be maintained in appropriate scrapbooks. **3. Internal Audit Committee:** This committee shall consist of at least two members who shall audit all books and fiscal documents of the Society annually, prior to the annual meeting. **4. Membership Committee:** This committee shall consist of not less than three members, one of whom shall be the Secretary. This

committee shall investigate and promote memberships to the Society. **5. Nominating Committee:** This committee shall consist of the immediate past President (Chair), the Vice President and an at-large member who shall be appointed by the President. The Nominating Committee shall select and recommend to the membership, candidates for election to the several offices. **6. Program Committee:** The Program Committee shall consist of the members of the Board of Directors, chaired by the Vice President and its duty shall be to provide programs for each annual meeting. **7. Publicity Committee:** This committee shall consist of at least two members who shall generate and distribute newsworthy items of the Society. **8. Scholarship Committee:** This committee shall consist of not less than three members who shall select and recommend scholarship candidates to the Board of Directors. No two members of the Scholarship Committee shall be affiliated with a single educational institution. **9. Member of the Year Committee:** This committee shall consist of the immediate past Member of the Year (Chair), and two or more past recipients of the award appointed by the President, who shall select a candidate for Member of the Year award. Special Committees: Such other committees as from time to time may be deemed necessary shall be appointed by the President.

ARTICLE XIV RULES OF ORDER

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

ARTICLE XV PUBLICATIONS

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

ARTICLE XVI SOCIETY SCHOLARSHIP FUND

Section A. The South Carolina Aquatic Plant Management Society Scholarship Fund shall be maintained in a separate account administrated by the Board of Directors and shall be used to support scholarships and student activities in the Society. All expenditures from the scholarship fund shall be approved by the Board of Directors. **Section B.** A student scholarship titled .The Phillip M. Fields Scholarship Award. shall be given annually to a college student based on established criteria and contingent upon the identification of an appropriate recipient by the Scholarship Committee. Expenditures from the scholarship fund for the Phillip M. Fields Scholarship Award shall be made following recommendation by the Scholarship Committee and approval of the Board of Directors. **Section C.** The Society may hold a student paper contest each year during the annual meeting, provided there are a sufficient number of student presentations. The Howard B. Roach Student Paper Award shall be given to the first place winner of the contest. The award shall be a cash award as approved by the Board. The contest shall be judged by a minimum of three members selected by the Chairman of the Scholarship Committee or his/her designee. The judges may not be affiliated with any of the educational institutions attended by the students competing in the contest.

ARTICLE XVII HONORARY AWARDS

From time to time the Board of Directors on behalf of the membership of the Society shall present an Honorary Membership, an Award of Honor, or a Distinguished Service Award to an individual who has demonstrated extraordinary service to the field of aquatic plant management.

I. HONORARY MEMBERSHIP

Section A. Criteria for honorary membership. Before being considered for honorary membership a person must meet the following criteria: **1.** The nominee must have contributed significantly to

the field of aquatic vegetation management during his or her career. **2.** He or she must have been a voting member of the Society for no less than five years. **3.** He or she must have actively promoted the Society and its affairs during their membership. **Section B.** Honorary member shall hold in perpetuity all rights of active membership free of all cost. **Section C.** Selection of Honorary Members. Nominees for honorary membership shall be submitted to the Membership Committee in the form of a petition signed by no less than ten (10) active members, or may originate with the Membership Committee. Nominees will be evaluated by the Membership Committee to insure that they meet the selection criteria. Eligible nominees will be presented to the Board of Directors and the Governing Committee by the Membership Committee. Honorary membership will be approved by a majority vote of the current Board of Directors.

II. AWARD OF HONOR

Section A. Criteria for the Award of Honor. Before being considered for the Award of Honor the person must meet the following criteria: **1.** Strongest consideration should be given to an individual who is or has been active in the field of aquatic plant management during his or her career. **2.** The individual does not necessarily have to be a member of the Society. **Section B.** The Award of Honor should not be considered a retiree award, nor should it be considered an annual award. **Section C.** Selection of nominees for the Award of Honor. The Board of Directors will accept nominations from the members of the Society in the form of a petition to the Board of Directors with a written statement of the nominee's demonstrated service. The petition must be signed by ten (10) members of the Society of which no more than four may be officers or Board of Directors of the Society. Selection of an individual to receive the Award of Honor will be by unanimous secret ballot of the Board of Directors. Nominations and deliberations will be secret. Nomination petitions of unsuccessful nominees may be resubmitted during the tenure of the next President of the Society. Presentation of the Award will be made at the annual meeting of the Society or at a gathering of several members at such time and place that does not diminish the value and dignity of the Award.

III. DISTINGUISHED SERVICE AWARD

Section A. Criteria for the Distinguished Service Award. Before being considered for the Distinguished Service Award, the individual or corporation must meet the following criteria. **1.** The individual or corporation has been involved and served the SCAPMS for a minimum of ten (10) years. **2.** Strongest consideration should be given to an individual or corporation who has displayed many years of dedication and contribution to the Society and the field of aquatic plant management. **3.** The individual's or corporation's performance consistently exceeded expectations as an officer, chair, supporting organization, or special representative of the SCAPMS. **Section B.** The Distinguished Service Award should not be considered a retiree award, nor should it be considered an annual award. **Section C.** Selection of nominees for the Distinguished Service Award. The Board of Directors will accept nominations from the members of the Society at any time during the year. Unanimous board approval is required. Presentation of the Award will be made at the annual meeting of the Society or a gathering of several members at such time and place that does not diminish the value and dignity of the Award.

ARTICLE XVIII AMENDMENTS

These Bylaws may be amended by a three-fourths vote of the members present at any annual meeting or three-fourth of those voting electronically via the internet. If voting is done electronically, there shall be a 30-day window for votes to be cast. Notice of the proposed amendment must be given to the Secretary and transmitted to the membership thirty days prior to the annual meeting or the electronic voting period. The proposed amendment and voting date(s) may be transmitted via regular mail, email, posting on the Society's web site, or any other reasonable method or combination of methods as long as the members are individually notified. All votes shall be tabulated, and the results announced in the same manner as the original information was dispersed.

ARTICLE XVIV DISSOLUTION

The Society shall have perpetual existence, but if dissolved, its assets shall be donated to a non-profit organization for research on aquatic vegetation, which will be selected by the last Board of Directors.