

# **BY-LAWS**

## **FLORIDA AQUATIC PLANT MANAGEMENT SOCIETY INCORPORATED**

### ARTICLE I - NAME

Section 1. The name of this Society shall be the FLORIDA AQUATIC PLANT MANAGEMENT SOCIETY, INCORPORATED.

### ARTICLE II - TERRITORY

Section 1. The Florida Aquatic Plant Management Society, Incorporated shall include all of the State of Florida.

### ARTICLE III - LOCATION

The headquarters of the Society shall be the address designated by the Board of Directors.

### ARTICLE IV - OBJECTIVES

Section 1. The objectives of this Society shall be:

1. To provide a common forum in which to meet, discuss, exchange ideas and information, and to assist all aquatic plant managers including private, commercial and public agency personnel in all aspects of their profession, especially as they relate to Florida circumstances.

2. To assist research scientists, legislators, planners, state and federal governmental agencies, lawyers, engineers, educational institutions, students, and others concerned with the general aims of this Society.
3. To encourage and assist in:
  - a. Gathering and making available to supervisory and field personnel the most advanced information in all methods of aquatic plant management, including integrated pest management and best management practices.
  - b. Research and development of herbicides to control aquatic plant.
  - c. Research and development of mechanical control of aquatic plants.
  - d. Research and development of biological control of aquatic plants.
  - e. Research and development of any other method or combination of methods that is potentially practical for field use.
  - f. Protection of water quality in the State, and safeguarding in general the aquatic ecosystem.
  - g. Making available to individuals or groups including the media, accurate information for education of the public as to the need, safety, advantages, and limitations of aquatic plant control.
  - h. Development of legislation and administrative rules beneficial to the aquatic plant management discipline.
  - i. Cooperation with other organizations as may be useful to the objectives of this Society.

## ARTICLE V - MEMBERSHIP

Section 1. There shall be four classes of Society membership.

Part 1. Active Membership:

Persons who are involved in operation, sales, consulting, research, regulation, education, or participation in programs relative to aquatic plant

management in Florida shall become an active member of this Society upon payment of dues. These members may vote, hold office, and enjoy all privileges of Society membership.

Part 2. Student Membership:

Student members shall be those individuals actively enrolled in full time college level study of aquatic weeds, or related types of college level studies approved by the Board of Directors. Student members shall receive all publications of the Society and may serve on committees, but may not vote or hold office.

Part 3. Honorary Lifetime Membership:

Any active member who has provided extraordinary support and assistance toward accomplishing the goals and objectives of the society. Honorary membership may be granted by majority approval of the board of directors and no dues are required. This member may vote, hold office, and enjoy all privileges of Society membership.

Part 4. Library Membership:

A Library Membership shall be required for any library institution wishing to receive all publications of the Society. Library Members may not vote or hold office.

Section 2. Membership in this society shall be terminated (a) when dues are sixty days in arrears, (b) upon failure to meet the membership qualifications, (c) upon removal by the Board of Directors for behavior detrimental to the Society, or (d) through voluntary resignation.

## ARTICLE VI - OFFICERS

Section 1. Officers of the Society shall be:

- (a) President
- (b) President Elect,
- (c) Past President,
- (d) Treasurer,
- (e) Secretary,
- (f) Editor.

Section 2. President: The President shall preside at all membership and Board meetings; shall, in consultation with the Board of Directors, appoint all committee chairpersons, and shall perform all other duties incidental to the office of the President. The President shall prepare, in collaborating with the Secretary, an annual report of the Society's activities to be presented at the annual business meeting of the Society, including a report of each Board meeting. The President shall serve a one year term commencing at the close of the annual meeting of the Society or until a successor has been duly chosen. The President shall not serve consecutive terms.

Section 3. President Elect: The President Elect shall perform the duties of President when the latter is absent and other duties as may be assigned by the President or Board of Directors, and shall succeed the President. The President Elect shall serve a one year term commencing at the close of the annual meeting of the Society, or until a successor has been duly chosen. The President Elect shall not serve consecutive terms

Section 4. Immediate Past President: The Immediate Past President shall have an advisory role with the President, shall serve as chairperson of the Nominating Committee, shall initiate an annual review of the By-Laws and coordinate approved changes with the By-Laws Committee, and shall coordinate revisions to the FAPMS "Standard Operating Procedures Manual." The Immediate Past President shall serve a one-year term commencing at the close of the annual meeting of the Society. The Immediate Past President shall not serve consecutive terms.

- Section 5. Treasurer: The Treasurer shall be custodian of all dues and funds of the Society, pay all bills authorized by the Board of Directors, and at the annual meeting give a true and complete report of the financial status of the Society. The Treasurer shall deposit all receipts in a bank designated by the Board, and the Treasurer's signature or the signature of the President or Secretary shall be authorized on Society checks. An annual audit of the books shall be made, and a report of the audit presented to the Society membership at the annual meeting. The Treasurer shall serve a one-year term commencing at the close of the annual meeting of the Society. The Treasurer may serve an unlimited number of one-year terms, subject to election by the membership.
- Section 6. Secretary: The Secretary shall keep minutes of all meetings, mail out minutes, and notices as directed by the Board, and perform all duties usually associated with the office. The Secretary shall also prepare the quarterly FAPMS Newsletter. The Secretary shall serve a one-year term commencing at the close of the annual meeting of the Society. The Secretary may serve an unlimited number of one-year terms, subject to election by the membership.
- Section 7. Editor: The Editor shall be responsible for the publication of AQUATICS magazine. Upon request, the Editor shall assist contributors to prepare papers suitable for presentation at the annual program. The Editor shall serve a one-year term commencing at the close of the annual meeting of the Society. The Editor may serve an unlimited number of one-year terms subject to election by the membership.
- Section 8. Society officers (except Editor) and directors shall be selected from the membership and be active members of the Society for three consecutive years immediately prior to nomination. The Officer position of Editor shall only be required to be an active member of FAPMS immediately prior to nomination.

Section 9. A nominating committee shall nominate the Society officers and directors. The nominees shall be approved by majority vote of the Board of Directors upon recommendation of the Nominating Committee chairperson. In addition, nominations may be submitted from the floor at the annual business meeting. Nominations from the floor may proceed when: 1) Nominee's eligibility has been pre-approved; and 2) Nomination declaration includes candidate's willingness to serve and candidate's suitability for elected position. A candidate must receive a plurality of the votes cast to be elected to the office for which the candidate was nominated.

Section 10. Election of officers and directors shall be by secret ballot or by vote to accept the slate of nominees as presented.

#### ARTICLE VII - BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of the Society officers and nine (9) directors-at-large serving staggered terms of three (3) years each with three (3) of the nine (9) directors elected each year. Directors may succeed themselves upon completion of serving a full three-year term. All Directors' term of office shall commence at the close of the annual meeting.

Section 2. The Board of Directors shall manage the affairs of the Society including administration, program development, and supervision of financial affairs. They shall meet quarterly. A full report of all Board meetings shall be presented to the membership at the annual business meeting.

Section 3. In the event a vacancy develops on the Board of Directors, the remaining members of the Board shall be authorized to appoint someone to fill the vacancy for the unexpired term. A vacancy may be considered to exist in the event a member of the Board of Directors fails to attend two (2) consecutive meetings.

Section 4. Fifty (50) percent of the Board of Directors shall constitute a quorum and a majority vote of members present at a legally constituted meeting shall decide all matters.

#### ARTICLE VIII - COMMITTEES

Section 1. Chairpersons of the following committees shall be appointed each year by the President of the Society with the advice of the Board of Directors. The duties of these committees shall be as indicated.

1. Auditing Committee: To audit the accounts of the Society annually and report results of the audit the annual business meeting.
2. Education and Outreach Committee: To promote the education and outreach of society objectives to existing, prospective new members and to those individuals or groups who would benefit from information and science regarding invasive plant management. The President Elect shall chair this committee.
3. Nominating Committee: To nominate qualified candidates for the offices of the Society in accordance with the provisions of Article VI, Sections 8, 9, and 10. No member of the Nominating Committee shall serve more than two (2) consecutive terms and no member of the Nominating Committee may be nominated for office or for the Board of Directors, by the Nominating Committee. After serving a two-year term an individual cannot serve on the Nominating Committee until a two-year period has passed. The officers and Directors shall approve the Nominating Committee members upon recommendation of the Committee chairperson. The past president shall serve as chair of the Nominating Committee.
4. Program Committee: To develop and implement the annual meeting program.
5. Governmental Affairs Committee: The Governmental Affairs Committee shall consist of three (3) to five (5) members. They shall:
  - a. Acquaint themselves with all pending legislation or administrative rules directly or materially affecting aquatic plant management.

- b. Upon the approval of the President or Board of Directors, collaborate with other organizations of any kind in providing Legislators or members of Congress with information and assistance regarding legislation directly or materially affecting aquatic plant management.
  - c. Perform special assignments as directed by the President or Board of Directors.
6. Awards Committee: To handle matters relating to the selection and presentation of awards by the Society.
  7. By-Laws Committee: To propose appropriate By-Laws amendments and to incorporate approved amendments in the By-Laws. To propose appropriate SOP amendments and to incorporate approved amendments in the SOPs.
  8. Site and Local Arrangements Committee: To arrange for the site and associated physical requirements of the Society's annual meeting.
  9. Editorial Committee: To assist in the preparation of the Society's official publications including AQUATICS. The committee shall be chaired by the Editor.
  10. Historical Committee: To keep and file copies of all society publications, correspondence, By-Laws, and other items of historical significance in chronological order.
  11. Merchandising Committee: To handle the purchasing, design, and sale of society promotional items.
  12. Equipment Demonstration Committee: To coordinate the resource and equipment demonstration based on the FAPMS Annual Meeting arrangements.
  13. Financial Committee: To make decisions on allocating funds or expenditures on items and / or activities that are \$200.00 or more per request with a maximum limit of \$1000.00 per fiscal year. The Financial Committee shall consist of the following: the President, President-Elect, Secretary, Treasurer, and two Directors appointed by the President. Approval by at least two-thirds of the members is required for passage of each expenditure. A secondary role of the Committee is



to advise the Board on the overall financial condition of the Society.

14. Vendor Committee: Responsible for recruitment of vendors prior to the annual meeting and the assembling and display of vendors during the annual meeting.
15. Web Site Committee: Responsible for maintenance of the Society web site and updates as necessary. Required web site items shall include a list of board members, annual conference information with links, and membership information. Optional information approved by the Board may also be added.

Section 2. The President or Board of Directors may convene a special committee to address unique situations or topics as warranted. Special committee chairpersons shall be appointed by the President with the advice of the Board of Directors. Special committees shall serve until their duties are accomplished, but may be dissolved upon a majority vote at any meeting of the Board of Directors. Members of standing committees shall serve until the close of the calendar year and shall be eligible for reappointment. The Board of Directors shall determine the scope of committee functions.

Section 3. No committee shall expend funds of the Society unless authorized by the Board of Directors.

Section 4. Committee members shall serve a one-year term commencing at the close of the annual meeting of the Society.

## ARTICLE IX - MEETINGS

Section 1. There shall be an annual Society business meeting to be held at a time and place chosen by the Board of Directors. The Secretary shall notify the Society membership of the exact date and place at least thirty (30) days in advance of the annual meeting. Special meetings shall be called by the President upon written petition of not less than twenty-five (25) Society members in good standing; or, may be called when, in the opinion of the President or Board

of Directors, there is business which should be brought before the membership for action prior to the next regular meeting. At least fifteen (15) days advance notice must be given before any special meetings. In the event that an annual meeting is not possible due to circumstances beyond the control of the Society that may compromise the health and safety of Society members including but not limited to: acts of God, pandemic or other similar emergencies, the meeting may be cancelled or alternatively held in a virtual forum by determined by a majority vote of the Board of Directors and Officers.

Section 2. Business which may properly come before the Society membership may be discussed and acted upon at the annual or other meeting. Only that business may be discussed or acted upon at a special meeting which has been announced by written notice sent by the Secretary or announced in the Newsletter to the members at least fifteen (15) days in advance of such special meeting.

Section 3. The annual Society business meeting may legally function with the voting members present, provided notice of the meeting has been given as described in Section 1 of Article IX. Decisions shall be made by a majority of members present at a legally constituted meeting.

Section 4. The order of business and all parliamentary procedure at any meeting shall be in accordance with Robert's Rules of Order, except where they may conflict with the By-Laws of the Society.

#### ARTICLE X - DUES

Section 1. Annual dues for active, associate and student members shall be as established by the Board of Directors. Dues are payable on the first day of January to the Treasurer of the Society. Dues paid between January 1 and July 1 will apply toward the current fiscal year. Dues paid after July 1 will apply toward the subsequent calendar year.

#### ARTICLE XI - FISCAL YEAR

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

#### ARTICLE XII - DISSOLUTION

Section 1. This Society may be dissolved by a majority vote of the membership through mail balloting.

Section 2. Assets shall be disbursed by the Board of Directors in conformity with Article X of the Articles of Incorporation.

#### ARTICLE XIII - AMENDMENT

Section 1. These By-Laws or the Articles of Incorporation may be amended by a two-thirds vote of members present at any legally constituted annual meeting, provided that in every case notification of the proposed change shall be provided to the general membership no less than thirty (30) days prior to the meeting.

Section 2. Change in the Charter or By-Laws may be initiated by (a) a majority vote of the Board of Directors, or (b) a petition signed by not less than twenty-five (25) active members in good standing. Such petition shall be presented to the Secretary who shall determine whether petitioners are qualified. If a petition is found to be in good order, the Society shall forward the same to the Board of Directors for processing.

#### ARTICLE XIV – SPECIAL FUNDS

Section 1. The William L. Maier, Jr. Memorial Scholarship Fund was established by the Board of

Directors of the Society and is administered by the Board of Directors of the FAPMS Scholarship and Research Foundation, Inc.

Section 2. The Paul C. Myers Applicator Dependent Scholarship Fund was established by the Board of Directors of the Society and is administered by the Board of Directors of the FAPMS Scholarship and Research Foundation, Inc.

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