

BYLAWS of the MIDWEST CHAPTER OF RMS

Adopted November 23, 2010

Article I: Membership

Section 1 - Eligibility: Any individual who is a member in good standing of THE RIVER MANAGEMENT SOCIETY, (from now on to be represented in this document by the initials RMS) and who resides in the geographical areas of North Dakota, South Dakota, Nebraska, Kansas, Minnesota, Iowa, Missouri, Wisconsin, Illinois, Michigan, Indiana, Ohio will be considered a member of the Midwest Chapter. All members will be granted the rights and privileges, including but not necessarily limited to voting, printed materials service on Chapter committees, and nomination and election to any office as provided in these bylaws.

All members are encouraged to become professional members to fully support the mission of the society. Other types of memberships include associate members, organizational members and student members.

Section 2 - Resignations and Terminations: Resignation from membership in RMS will automatically result in termination from membership in the chapter. Resignation from membership in RMS will be dealt with by the RMS Program Director who will in turn notify the Chapter officers.

Section 3 - Suspensions: Any suspension from RMS will concurrently result in suspensions from the subsequent Chapter.

Article II: Management of the Chapter

Section 1 - Administrative Structure: The elected officers of the Chapter will be a President, Vice-President, Secretary and a Treasurer. Selection of officers is to be approved by the National Board of Directors. No salary will be paid to the officers.

Officers will hold office for a period of three years, preferably under staggered terms (see Section 4). All officers will hold office until their respective successors are elected.

The Chapter President will serve as a member of the National RMS Board of Directors.

Section 2 - Election of Officers: All officers will be elected by the general membership from a list of candidates forwarded by nominations from Chapter members. All professional category members from the Chapter may vote in Chapter elections.

Section 3 - Elections: Elections will be called for every three years by the Chapter President. The elected officers will administer the election with the help of the Program Director. Ballots will be printed and sent by a general mailing to each member of voting status.

Section 4 - Staggered Election Terms: Beginning with the election to be held in the Fall of 2011, every effort will be made to adhere to the following election timetable. Unexpected vacancies will be filled according to Section 11.5, with the intent for appointees to fulfill the remainder of the vacant officers' term. The Chapter President may adjust this schedule to compensate for extenuating and special circumstances in the best interest of continuity and conducting chapter or national board business.

Fall 2011: Elect Chapter Secretary & Chapter Treasurer; 3-year terms begin January 2012, expire December 31, 2015.

Fall 2012: Elect Chapter President & Chapter Vice President; 3-year terms begin January 2013, expire December 31, 2016.

Section 5 - Vacancies of Office: Any vacancy occurring in the Chapter officers will be filled by presidential appointment from a list of candidates submitted by the general membership. Should the position of President be vacant during a term, names will be submitted to the National RMS board for appointment until such time as elections are conducted. The terms of any appointment will be held to the original holders term limit.

Section 6 - Expenses of Chapter Officers: The Chapter officers may be reimbursed from the funds of the Chapter for traveling expenses incurred for the purpose of attending meetings with the approval of the Chapter President.

Article III: Powers and Duties of the Chapter Officers

Section 1 - President: The President will preside at all the meetings of the Chapter and will represent the interests of the Chapter members. The President will provide direction to other officers in the Chapter.

The President is responsible for coordination one Chapter event per year. They will also appoint state stewards or sub-chapter officers as needed to further organize Chapter efforts, encourage local events and to promote the organization. The President will submit quarterly updates for RMS newsletter, organize conference call with Chapter officers and appropriate National officers and participate in quarterly conference call with the RMS Board of Directors. The President will attend the annual RMS Board of Directors meeting or appoint a replacement.

Section 2 - Vice President: The Vice President is responsible for coordination one chapter event per year. The Vice President is responsible for new member outreach and recruitment efforts and will actively contact new members and send copies of the Chapter membership list and bylaws. The Vice President will send out two mailings annually and help organize, promote and coordinate RMS Journal Chapter issues. The Vice President will represent the Chapter at board meetings, conference calls and other functions in the absence of the President.

The Vice President will organize Chapter elections or the process for selection of Chapter officers as needed by the Chapter.

Section 3 - Secretary: The Chapter Secretary is responsible for maintaining current and past membership lists including email and phone numbers. They maintain contact information for current and previous Chapter officers and committees, river outfitters, commercial guides, private boating groups and any other related groups as necessary. The Secretary is also responsible for maintaining and distributing minutes of conference calls and Chapter meetings and documenting decisions. The Secretary will track any Chapter displays, events and will assist Chapter officers with any mailings. Seasonal training opportunities or job shares within the chapters will be maintained and managed by the Secretary.

Section 4 - Treasurer: The Treasurer is responsible for working with the RMS National Board Treasurer and Executive Director in maintaining accounts, submitting bills and reimbursements for chapter activities, submitting budget requests to the national office, and in providing accurate semi-annual income and expense summaries to the Chapter President and other officers. The Treasurer will help to seek funding sources, apply for grants and manage fundraising efforts. The Treasurer is responsible for coordinating and organizing Chapter fundraising efforts as part of the Society's bi-annual Symposium and in coordinating financial aspects of chapter field trips. The Treasurer will also assist the President with organizing events and developing pro deals.

Section 5 - Execution of Instruments: Agreements, conveyances, transfers, obligations, certificates, and other instruments and documents may be executed and delivered or accepted on behalf of the Chapter by the President or his or her representative, provided that all expenditures involving monies or obligations over \$1,000.00 or more must first be submitted to the entire group of Chapter officers for approval.

Article IV: Chapter Officer Proceedings

Section 1 - Meetings: The Chapter officers shall meet at least twice a year through a variety of methods. Conference calls and annual float trips will serve as methods of meetings for officers.

Section 2 - Decisions: A simple majority of the voting officers shall comprise a quorum. The Chapter President, if unable to attend a meeting, may appoint another officer of that Chapter to represent the Chapter's interests. That representative shall have full voting rights for that meeting. No proxy votes are allowed.

Article V: Committees

Section 1 - Structure: The President will appoint standing committees with the concurrence of the other officers. Committees may be set in place from time to time as necessary. All such committees will be advisory in character and will report to and act under the direction of the President. Members of such committees can be reimbursed for any travel expenses incurred while attending regular committee meetings.

Section 2 - Duties: Duties of each standing committee and other special committees will be determined by the Chapter Officers as appointed. Reports will be made to officers by the committees as needed.

Article VI: Finances

Section 1 - Fiscal Year: The fiscal year of the Chapter will coincide with the national organizations fiscal year.

Article VII: Amendment of Bylaws

The bylaws must be ratified by the Chapter Officers. Amendments may be made to the bylaws by a voting majority of the officers. Any amendments must be consistent with the constitution of RMS.