

BYLAWS of the NORTHWEST CHAPTER OF RMS

It is the purpose of the Northwest Chapter of the River Management Society to uphold and fulfill the constitution of the River Management Society through all its' activities.

Article I – Membership

Section 1 - Eligibility

Any individual who is a member in good standing of *THE RIVER MANAGEMENT SOCIETY (RMS)* and who resides in the geographical areas of Oregon, Washington, Idaho, Montana and Wyoming will be considered a member of the Northwest Chapter.

Section 2 - Membership Categories and Benefits

All members who are in the professional category will be granted the rights and privileges, including, but not necessarily limited to: the Quarterly Newsletter, Membership Directory, Members-only Internet List serve, Chapter Workshops and Float Trips, Member Discounts, Voting Privileges and the Right to Hold Office.

Individuals ineligible to be regular voting members will become non-voting associate members. Associate members of the chapter will be entitled to: the Quarterly Newsletter, Membership Directory, Members only Internet List serve, Chapter Workshops and Float Trips, and Symposium Discounts.

Organizational members will be entitled to: the Quarterly Newsletter, Membership Directory, Members-only Internet List serve, Chapter Meetings and Float Trips, and Symposium Discounts (for two).

The student category of RMS membership will be entitled to: the Quarterly Newsletter, Membership Directory, Members-only Internet List serve, Symposium Discounts, Chapter Meetings and Float Trips. The Lifetime members will be entitled to: All benefits of Professional member.

Section 3 - Resignations and Terminations

Resignation from membership in RMS will automatically result in termination from membership in the chapter. Resignations will be processed by the RMS Program Director who will notify the Chapter President.

Section 4 - Suspensions

Any suspension from RMS will concurrently result in suspension 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 and will be members of the Northwest chapter. All officers are voting officers. No salary will be paid to the officers.

Officers will hold office for three calendar years starting the January 1 following elections. 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

The Chapter President will call for an election when officer terms are nearing completion and will call for a nomination of candidates. Nominations may be made only by chapter members. Officers will be elected by the general membership of the chapter. Only Professional and lifetime category members (Article I, Section 2) from the chapter may vote in chapter elections.

Section 3 - Elections

The current officers will administer elections with the help of the Program Director. Ballots will be sent to each voting member by a general mailing or may occur using electronic mailing. Elections may be held to ratify bylaws, select officers, or conduct other chapter business.

Section 4 - Vacancies of Office

Should the position of President be vacant during a term, the Vice President will fill in as president until such time that elections are conducted. Other vacant Chapter offices will be filled by the appointment of an interested NW chapter member based on a simple majority vote of the chapter officers. The terms of any vacated office will be held to the original holders term limit. Emergency elections may be called if deemed necessary by the remaining officers when several vacancies exist.

Section 5 - 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 by the simple majority approval of the chapter officers.

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 Chapter officers.

Chapter responsibilities: The President is responsible for overall communication with chapter members, contacting new members; coordinating two (2) Chapter events (with assistance from other officers and/or chapter members); representing the Society at regional events; appointing or electing State Stewards or sub-chapter representatives (optional); submitting quarterly Chapter updates for the Society newsletter; and organizing quarterly conference calls with Chapter officers and inviting the national President and Vice President.

Society responsibilities: The President is responsible at the National Society level for attending national Society events; serving on the scholarship committee; participating in conference calls with the Board; attending Board meetings (or finding a replacement) and providing a written report of Chapter activities to the Board at its annual meeting.

Section 2 - Vice President

Chapter responsibilities: The **Vice President** will be responsible for contacting chapter members with expiring memberships and encourage them to renew. If not accomplished through other avenues, the Vice President, with assistance from fellow officers, will write chapter news and activities updates for chapter members twice during a calendar year. The Vice President will promote chapter/regional issues for inclusion in the biennial symposium and for other purposes; actively pursue articles of interest and coordinate with the Program Director when the Chapter is the focus of the newsletter. The Vice President will organize Chapter elections or a process for selection of officers. The Vice President will assist the President in planning and coordinating chapter activities as requested.

Society responsibilities: The Vice President will serve as a member of one national committee or will recruit a chapter member to do so.

Section 3 - Secretary

Chapter responsibilities: The **Secretary** will be responsible for maintaining current membership lists, (including email and phone numbers) and adding new members to the list. The Secretary will record and compile minutes from officer and chapter meetings and conduct timely mailing of minutes to the chapter

membership. As requested by chapter officers, the secretary will also conduct mailings of chapter news, activity updates, etc. The Secretary will assist the Vice President in actively pursuing articles of interest and coordinating with the Program Director when the Chapter is the focus of the newsletter. The Secretary will track any chapter displays and events for the Society's national display and keep records of events the Chapter is involved in. The Secretary will manage seasonal training opportunities or job shares within the chapter and notify chapter members of these opportunities. The Secretary will assist the President in planning and coordinating chapter activities as requested.

Society responsibilities: The Secretary will serve on the national RMS Membership Committee or will recruit a chapter member to do so. The Secretary will forward articles and documents of special interest to the National Secretary for incorporation into the Society's historical records.

Section 4 - Treasurer

Chapter responsibilities: The **Treasurer** is responsible for maintaining accounts and paying any of the Chapters bills. The treasurer will keep records documenting the approval or rejection of fund expenditures, and acceptance or rejection of funds due to or donated to the chapter. (See Article VI) Upon adoption of a Chapter budget the treasurer will manage that budget. The Treasurer will help to seek funding sources and manage fundraising efforts. At least quarterly, the Treasurer will submit for Chapter Board review and approval, a listing of payments, disbursements and transfers of funds. The Treasurer will assist the President in planning and coordinating chapter activities as requested.

Society responsibilities: The Treasurer will serve on one national committee or will recruit a chapter member to do so. The treasurer will provide an annual financial report to the RMS treasurer to meet IRS tax obligations.

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, upon approval by a simple majority of the chapter officers.

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 may serve as meeting methods for the officers.

Section 2 - Decisions

A simple majority of the chapter officers shall comprise a quorum. The Chapter President, if unable to attend a meeting, may appoint another officer of *the* 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 may appoint standing committees with the concurrence of the other officers as necessary. All committees will be advisory in character and will report to and act under the direction of the President. Members of committees can be reimbursed for any travel expenses incurred while attending regular committee meetings upon prior approval by a simple majority of the chapter officers.

Section 2 - Duties

The chapter officers will determine the responsibilities of each committee. Each committee as requested will make reports.

Article VI - Finances

Section 1 - Fiscal Year

The fiscal year of the Chapter will coincide with the calendar year.

Section 2 - Financial Management

Chapter funds will be used in support of chapter activities, including, but not limited to: chapter workshops, mailings, official travel, chapter scholarships, and float trip logistical support. Expenditure of funds will occur upon approval by a simple majority vote of chapter officers. The Treasurer will dispense funds after this approval process has occurred and will keep a record of such approvals or rejections.

Acceptance or rejection of funds due to or donated to the chapter, from any source, will occur upon approval or rejection by a simple majority vote of chapter officers. The Treasurer will keep a record of such approvals or rejections. Acceptance or rejection of funds will be in compliance with the Society Planned Giving Program.

Article VII - Amendment of Bylaws

The bylaws must be ratified by a simple majority vote of the Chapter Officers and its' members. Minor Amendments may be made to the bylaws by a voting majority of the officers. Any amendments must be consistent with the constitution of RMS.

Adopted July 9, 2003
Amended November 23, 2005