

# **NEW ENGLAND CHAPTER BYLAWS**

## **ARTICLE I**

### **Names and Objectives**

1. The name of the group shall be the NEW ENGLAND CHAPTER OF THE SOCIETY OF WETLAND SCIENTISTS, hereinafter referred to as the New England Chapter.
2. The principal office for the transaction of the business of the New England Chapter is hereby located at the business or home office of the current President. Whenever this location changes, the new location will be announced on the international Society of Wetland Scientists, New England Chapter page at [www.sws.org](http://www.sws.org).
3. The general purposes of the New England Chapter are to:
  - a. Operate solely and exclusively as a non-profit and educational organization to foster conservation and understanding of wetland issues of particular interest to New England.
  - b. Advance public education and enlightenment concerning New England's wetland resources.
  - c. Provide an independent forum for an interchange of ideas and data focusing on wetland research, restoration and policy in New England.
  - d. Develop and encourage wetland science as a distinct discipline by supporting student education, curriculum development, and research in New England.
  - e. Encourage and evaluate the educational, scientific, and technological development and advancement of all branches of wetland science and practice with a focus on New England wetlands and issues.
  - f. Encourage the knowledgeable management of wetland resources of New England.
4. For the administration of the affairs and the attainment of the objectives of the New England Chapter, as set forth in ARTICLE I, 3a through f, the New England Chapter shall have the power, either directly or indirectly, either alone or in conjunction or co-operation with others, to do any and all lawful activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the objectives for which the New England Chapter is organized, and to aid and assist other organizations whose objectives are such as to further accomplish, foster, or attain any of such objectives.

## **ARTICLE II**

### **Membership**

1. The membership of the New England Chapter shall be open to anyone, residing, working, or having an interest in New England, who is currently registered as an Active Member, a Student Member, Institutional/Corporate Member, Family Members, or a Lifetime Member of the international Society of Wetland Scientists.
2. As used in the Bylaws and Standing Rules, the term "member in good standing" means a

member whose dues to the international Society of Wetland Scientists are paid, and currently resides, works, or has an interest in New England.

### **ARTICLE III**

#### **Officers and Board of Directors**

1. The Officers of the New England Chapter shall be President, Vice-President, Secretary and Treasurer who are elected by the members, and the immediate Past President. These five officers constitute the Executive Board of the New England Chapter who shall have the authority to meet in closed session.
2. Only those who are members of the New England Chapter in good standing shall be eligible for nomination for an elected office.
3. Office terms are as described below:
  - a. The President and Vice President shall serve for a term of two years. They may be re-elected for up to three consecutive terms.
  - b. The Secretary and the Treasurer shall serve for a term of two years. They may be re-elected for three consecutive terms.
  - c. If an officer cannot fulfill or complete the term of office, the Board of Directors is authorized to appoint a replacement until an election is held.
  - d. If no eligible person is nominated (by self or others) for any of the offices listed above, then the standing officer may continue to serve in the same position in excess of the term limits mentioned above.
4. The Board of Directors shall consist of the Executive Board, and the Chairs of any Standing Committees. Any number of Directors attending a called meeting of the Board of Directors constitutes a quorum. The Board of Directors is authorized to conduct business and hold meetings at its discretion. The Board of Directors may conduct business or hold meetings electronically or using conference telephone equipment or any other technology that allows everyone to exchange ideas.

### **ARTICLE IV**

#### **Meeting and Voting**

1. The New England Chapter shall meet at least once a year during the Annual Meeting of the international Society of Wetland Scientists to discuss issues of interest to the New England Chapter.
2. The New England Chapter shall strive to hold a Chapter Meeting each year, which will include a business meeting, in accordance with Section 10 of the Standing Rules. After notifying all of the members, the Board of Directors may cancel a Chapter Meeting or change the meeting location. If the international SWS Annual Meeting or the Chapter Meeting is canceled, the Board of Directors may choose to schedule a Special Chapter Meeting or hold the business meeting during the international SWS Annual Meeting.
- 3.

4. A quorum for the transaction of official business at a New England Chapter Meeting shall consist of 5% of voting members present.
5. Voting for officers, by-law amendments, or Chapter dissolution will be conducted either electronically or by mail and shall be announced electronically.
6. A summary of all business conducted at a New England Chapter Meeting will be posted on the Chapter section of the Society's website at [www.sws.org](http://www.sws.org).
7. The Secretary shall certify the voting eligibility of members. Those who are both Members of the international Society of Wetland Scientists and members of the New England Chapter in good standing shall be eligible to vote.

**ARTICLE V**  
**Adoption of Standing Rules**

1. The Board of Directors is authorized to adopt and amend Standing Rules necessary for conduct of New England Chapter business by a majority vote.
2. The Standing Rules must include, but shall not be limited to, the following:
  - a. Matters pertaining to New England Chapter finances.
  - b. Prescribed duties of New England Chapter officers.
  - c. Provisions for the establishment, duties, and method of selection of standing committees and other committees necessary to conduct the business of the New England Chapter.
  - d. Authorization for publications of the New England Chapter for the furtherance of its objectives.

**ARTICLE VI**  
**Amendment of Bylaws**

1. The Bylaws of the New England Chapter may be amended by majority vote of the members in good standing who voted, but not less than 5% of the members in good standing. Proposals for amendments may be generated in the following ways:
  - a. Recommendation by a majority of the Bylaws and Standing Rules Committee to the Board of Directors or
  - b. Petitions signed by not fewer than ten members in good standing or 10% of the New England Chapter membership eligible to vote, whichever is fewer, and presented to the Board of Directors and
  - c. Recommendation of a majority of the voting members of the Board of Directors.

**ARTICLE VII**  
**Dissolution of the New England Chapter**

1. Dissolution for the New England Chapter shall require majority vote of the

membership.

2. Upon dissolution of the New England Chapter, its Executive Board shall transfer all assets, accrued income, and other properties to the international Society of Wetlands Scientists parent organization with a request that said assets be held for a period of not more than five years from the date of dissolution of the New England Chapter, for distribution to another Chapter that may be established in approximately the same geographic area within the said five-year period. If another Chapter is not established in the said area and period of time, the international Society of Wetland Scientists parent organization may distribute all assets, accrued income and other properties to a New England charitable organization in accordance with Society bylaws.

#### **ARTICLE VIII**

##### **New England Chapter Representation**

1. No member of the New England Chapter will represent the New England Chapter without the prior approval of the Board of Directors of the New England Chapter.