

# **Bylaws of The Society of Herbarium Curators**

## **Article I - Membership and Dues**

Section 1. Annual dues shall be set by the membership on recommendation by the Executive Board.

Section 2. Application for membership shall be accompanied by a payment covering the first year's dues.

Section 3. Members with dues in arrears shall be permitted to continue in their membership for one year. Those who fail to pay the dues in arrears plus current dues by the dues date of the second year shall be dropped from the membership list.

## **Article II - Election of Officers**

Section 1. Each year the Nominating Committee shall prepare a slate of at least two nominees for each office vacancy to be filled except for those of Secretary and Treasurer in which cases only a single nominee need be proposed. Members shall be encouraged to recommend to the Committee persons qualified to fill the vacant offices.

Section 2. The slate of nominees shall be presented to the membership prior to the Annual Meeting; voting shall be completed in advance of the Annual Meeting by electronic means or by mail to the Secretary.

Section 3. The Nominating Committee shall obtain the consent of the nominees and shall present brief biographical sketches of the nominees to the Executive Board. The Treasurer or Secretary shall send the biographical sketches to the membership by electronic means at least two months in advance of the annual meeting.

Section 4. Prior to the Annual Meeting, the Secretary shall tabulate the ballots (electronic or otherwise). A majority vote will constitute election to office.

Section 5. During the Annual Meeting, those elected shall be presented to the membership. All ballots shall be retained by the Secretary for one year.

Section 6. A President-elect shall be elected every other year and shall become President at the close of the annual meeting at which the serving President's term expires.

Section 7. The President shall serve the office for a term of two (2) years.

Section 8. The Past President shall remain in service to the Society for two (2) years following her/his term as President.

Section 9. The Secretary and the Treasurer shall be elected for terms of four (4) years.

Section 10. A Member-at-Large for the Executive Board shall be elected each year for a term of three (3) years.

Section 11. Should any office become vacant during the year, the Executive Board shall appoint a member to fill that office until the next election unless otherwise specified in these Bylaws (see Article III).

Section 12. All elected Officers shall assume the duties of their offices at the close of the annual meeting in which they were elected.

### Article III - Duties of Officers

Section 1. The President shall direct the activities of the Society and shall preside at the annual meeting, special meetings, and meetings of the Executive Board. With the advice of the Executive Board, he/she will appoint all standing committee members except for members of the Herbarium Assistance Committee and the Nominating Committee and may appoint ad hoc committees for special tasks. He/she shall also appoint the Newsletter Editor and Web Master for an indefinite term.

Section 2. The President-elect shall discharge the duties of a second year President during her/his absence from any meeting. If the President cannot continue to serve in her/his second year of office, the President-elect shall become President of the Society for the remainder of the term and then shall assume her/his regular two-year term of office. In the event that the President-elect cannot complete her/his term of office, the person who received the next highest number of votes shall become President-elect. If this person is unable to serve, the Executive Board shall nominate at least two candidates for the office, one of whom to be elected by the membership by electronic or mail ballots.

Section 3. The Past President, in order to provide continuity in the governance of the Association, shall serve as advisor to the President on matters of past policy. He/she shall discharge the duties of a first-year President during her/his absence from any meeting. If the President in her/his first year of office cannot complete her/his first year of service, the Past President shall become President of the Society for the remainder of the term. At the close of that year, he/she will continue to serve as Past President for a second year.

Section 4. The Treasurer shall keep the membership list up-to-date, insure the mailing of annual dues notices, financial reports and other documents to the membership, receive and deposit dues, income and monies donated to the Society, keep records of all accounts, prepare financial reports for the Executive Board and for the annual meeting. If the Treasurer cannot complete her/his term, the President shall appoint an Acting Treasurer who shall serve until the next regular election process.

Section 5. The Secretary shall serve as the primary agent for Society communications and contractual relationships. He/she shall record the minutes of the Executive Board meetings, the annual meeting, and any special meetings and shall retain copies of Society documents for inclusion in the Archives. Minutes of the annual meeting or of any special

meeting shall be mailed to the membership. If the Secretary cannot complete her/his term, the President shall appoint an acting Secretary who shall serve until the next regular election process.

#### Article IV - Duties of the Editorial Board

Section 1. The Editorial Board shall be composed of a Newsletter Editor who will serve as chair, appointed by the President for an indefinite term of office, the Web Master, and two persons selected by the Editor from the Membership to serve with the Web Master as assistant editors.

Section 2. The Editor shall set editorial policy and will oversee the production of each issue of the Newsletter in concert with the other three members of the Board.

Section 3. The Web Master, appointed by the President for an indefinite term of office, shall maintain and update the Society's web page.

#### Article V - Executive Board

Section 1. The Executive Board shall manage the Society, its property and affairs, and shall direct the expenditure of the Society's funds.

Section 2. The Executive Board shall discuss recommendations and suggestions from committees and individual members and shall, where appropriate, bring these matters to the general membership for consideration.

Section 3. The Executive Board may establish special ad hoc committees as needed. Members of committees so established shall be appointed by the President.

Section 4. Members of the Executive Board may hold more than one office in the Society.

#### Article VI - Standing Committees

Section 1. The following standing committees shall serve the Society:

- A. Affiliate Society Liaison Committee
- B. Auditing Committee
- C. Herbarium Assistance Committee
- D. Membership Committee
- E. Nominating Committee

## F. Grants Committee

Section 2. Committee members, except for those who serve ex officio, shall be appointed either by the President or by the Executive Board. The composition and duties of the standing committees shall be as follows:

A. The Affiliate Society Liaison Committee shall be composed of a Member-at-Large from the Executive Board in her/his third year of service who will serve as chair and two members appointed by the President each to serve a two-year term. The Committee will keep the Executive Board advised on issues and important matters before the Association of Southeastern Biologists, the Southern Appalachian Botanical Society, the American Society of Plant Taxonomists, and the Botanical Society of America.

B. The Auditing Committee, composed of a chair and two additional members appointed by the President at the close of each fiscal year, shall examine the records of the Secretary/Treasurer prior to the Annual Meeting of the Society and shall report the condition of the accounts to the membership at the meeting.

C. The Herbarium Assistance Committee shall be composed of three members, one to serve as Chair, appointed by the Executive Board for an indefinite term of office. The Committee will devise tactics and extend its efforts toward the reversal of administrative decisions that place herbaria in danger of having their services and functions discontinued.

D. The Membership Committee shall be composed of three members, one to serve as Chair, appointed by the President each for a three (3) year term. The Committee shall devise means for bringing the Society to the attention of potential members.

E. The Nominating Committee shall be chaired by the Past President with two Members-at-Large of the Executive Board in their first and second year of service. The Committee, with due consideration of suggestions from the membership, shall prepare nominations for each office vacancy for the ensuing term. One or more nominees shall be designated for the office of Secretary-Treasurer, and two or more nominees shall be offered for each one of the other office vacancies.

F. The Grants Committee shall be composed of three members, one to serve as Chair, appointed by the President each for a three (3) year term. The Committee shall be responsible for the administration of the grants program and the awarding of grants. The Committee shall be empowered to solicit additional reviewers outside of the Committee, as needed.

## Article VII - Audit of Financial Records

Section 1. The fiscal year for the Society is January 1 through December 31.

Section 2. Prior to the Annual Meeting, the Audit Committee shall audit the financial records of the Treasurer from the previous fiscal year and report the status of the Society's finances to the membership at the Annual Meeting.

#### Article VIII - The Annual Meeting

Section 1. The Society will convene for its Annual Meeting during the Annual Meetings of a society or societies with which it is affiliated or as determined to be in the best interest of the Society by the Executive Board. The venue of each subsequent Annual Meeting shall be determined at least six months prior to the meeting.

Section 2. The President of the Society will prepare an agenda that will include all issues which in her/his judgment should be addressed by the membership. He/she shall include other matters brought forward by the Executive Board, and may include items suggested by individual members.

Section 3. The President shall conduct the Annual Meeting, report actions taken by the Executive Board, and call for reports from the Secretary, Treasurer, Newsletter Editor, Web Master, and the Chairs of Committees.

#### Article IX - Archives

Section 1. The Secretary shall throughout her/his term of office keep the records of the Society to include agendas and minutes of all meetings, committee reports, and documents provided by other officers and the Executive Board.

Section 2. At the close of her/his term of office, the Secretary will pass along the accumulated archives to her/his successor.

Section 3. The Secretary who receives archives accumulated from three (3) terms of the office shall permanently archive all items accumulated during the first two (2) terms in a library of an institution designated by the Executive Board and approved by the membership.

#### Article X – Chapters

Any group of ten or more members of the Society may petition the Executive Board for the establishment of a Chapter as defined by Article VI of the Constitution. The petition must articulate the scope of the Chapter and its organizational plan. Any member of the Society may join a Chapter or chapters by expressing the interest to join on the annual dues notice or directly to the Chapter Secretary or other appropriate officer, and by payment of associated dues. Each Chapter may control its activities—including but not limited to arranging its meetings, field trips, or other affairs—as long as these conform to the Society's policies and do not encroach upon the Societies' activities.

Chapters are free to devise their own governance structure as long as it does not conflict with the Constitution of the Society. Chapter bylaws and future amendments must be approved by a vote of the Executive Board of the Society.

Each Chapter may only charge dues at the levels approved by a majority vote of the Executive Board of the Society. Special dues may not be levied, except by explicit permission from the Executive Board of the Society. Dues are collected and maintained by the Treasurer of the Society for the use of the Chapter. In no year may Chapter expenditures exceed the amount accumulated by the Chapter.

#### Article XI - Amendments

Section 1. These bylaws may be amended at any time by a electronic or mail vote of the Society by a two-thirds majority of those voting.

Section 2. Amendments to the Bylaws shall take effect as soon as adopted by vote of the membership.

These by-laws were ratified by the membership and announced as such on April 15, 2005; amendments were ratified July 29, 2013 and July 27, 2014. Article X on Chapters was adapted from the bylaws of the Ecological Society of America with permission.

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