

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

## Article I - Membership and Dues

Section 1. Membership 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 required dues. The annual membership dues cycle shall be set by the Executive Board.

Section 3. Members with dues in arrears shall be permitted to continue in their membership for three months beyond the close of a paid membership before being dropped from the membership roll.

## 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 both during the annual membership meeting and in a subsequent email to the membership.

Section 2. The Nominating Committee shall obtain the consent of the nominees and shall present brief biographical sketches of the nominees to the Executive Board for approval. The Secretary shall provide the biographical sketches to the membership at the time of voting.

Section 3. The slate of nominees shall be presented to the membership at least three months prior to the annual executive board meeting; voting shall be completed at least two months prior to the annual executive board meeting by electronic means or by mail to the Secretary.

Section 4. At least two months prior to the annual executive board meeting, the Secretary shall tabulate the ballots (electronic or otherwise) and notify the Society's membership of the results. A majority vote will constitute election to office.

Section 5. 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 membership meeting at which the serving President's term expires.

Section 7. The President shall serve in 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 membership meeting that most closely follows their election.

### Article III - Duties of Officers

Section 1. The President shall direct the activities of the Society and shall preside at the annual membership meeting, special membership meetings, and meetings of the Executive Board. With the advice of the Executive Board, he/she will appoint all standing committee members except for the Nominating Committee and may appoint ad hoc committees for special tasks. He/she shall also appoint the Newsletter Editor and Webmaster 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. The Past President will also serve as Program Director for the scientific program associated with the activities surrounding the annual membership meeting. 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 year. 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

membership meeting. If the Treasurer cannot complete her/his term, the President shall appoint an Acting Treasurer who shall serve until the Acting Treasurer can be replaced or voted into office by the membership during the next regular election.

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 membership meeting, and any special membership meetings and shall retain copies of Society documents for inclusion in the Archives. Minutes of the annual membership meeting or of any special membership 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 Acting Secretary can be replaced or voted into office by the membership during the next regular election.

#### 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 Webmaster, and two persons selected by the Editor from the Membership to serve with the Webmaster 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 Webmaster, appointed by the President for an indefinite term of office, shall maintain and update the Society's website and data resources.

#### 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 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 Organizations 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 by the President with the advice of the Executive Board. The composition and duties of the standing committees shall be as follows:

A. The Affiliate Organizations 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 a liaison to each affiliated organization. Each liaison is appointed by the President in consultation with the Executive Board to serve a two-year term that is synchronized with the two-year Executive Board recognition of an organization as an affiliate. The Committee will keep the Executive Board advised on issues and important matters before affiliated organizations.

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 Treasurer prior to the annual membership 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 President each for a three (3) year term. 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. The Committee shall also be responsible for the Society's presence on social media platforms.

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 offices of Secretary and 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 executive board 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 Executive Board at the annual executive board meeting and to the membership at the annual membership meeting.

#### Article VIII - The Annual Membership Meeting

Section 1. The Society will convene for its annual membership meeting during a conference or other event at which a significant portion of the Society's members are expected to attend and which has been judged to be in the best interest of the Society by the Executive Board. The venue of each subsequent annual membership meeting shall be determined at least two years 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 preside over the annual membership meeting, report actions taken by the Executive Board, and call for reports from the Secretary, Treasurer, Newsletter Editor, Webmaster, the Chairs of Committees, and the Chairs of Chapters and Sections.

#### 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

Chapters are circumscribed based on the geographic location of the member and/or the herbarium with which the member is affiliated. 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 Society's annual membership application or directly to the Society Treasurer, 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 Society's activities.

Chapters are free to devise their own governance structure as long as it does not conflict with the Constitution or Bylaws 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 – Sections

Sections are circumscribed based on the mutual interest in a topic of relevance to the purpose of the Society. Any group of ten or more members of the Society may petition the Executive Board for the establishment of a Section as defined by Article VII of the Constitution. The petition must articulate the scope of the Section and its organizational plan. Any member of the Society may join a Section or sections by expressing the interest to join on the Society's annual membership application or directly to the Society Treasurer, and by payment of associated dues. Each Section 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 Society's activities.

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

Each Section 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 Section. In no year may Section expenditures exceed the amount accumulated by the Section.

#### Article XII - Affiliate Organizations

The Executive Board shall recognize scientific organizations as affiliates for two-year periods, after which the Executive Board may renew the affiliation or not.

#### Article XIII - Amendments

Section 1. These bylaws may be amended at any time by an 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 bylaws were ratified by the membership and announced as such on April 15, 2005; amendments were ratified July 29, 2013 and July 27, 2014 and June 15, 2017, and May 17, 2018. Articles X and XI on Chapters and Sections were adapted from the bylaws of the Ecological Society of America with permission.

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