

## BYLAWS

### MICHIGAN INVASIVE PLANT COUNCIL

#### Article I.

Section I. Name. The name of this organization shall be the Michigan Invasive Plant Council.

Section II. Records. The Treasurer shall maintain all records of funds collected and dispersed by the Council. Such records shall be available for review by any individuals upon adequate notice. A financial report shall be given at the annual business meeting.

#### Article II.

The objectives of this organization shall be:

- a. Develop, maintain and publish a Council-reviewed invasive plant species list.
- b. Raise public awareness about the spread and impact of invasive plants.
- c. Facilitate the exchange of information concerning management, control, and inventory and monitoring of invasive plants.
- d. Provide a forum for all interested parties to discuss issues relating to invasive plants.
- e. Serve as an educational, advisory and technical support council for all aspects of invasive plants and related issues.
- f. Prevent future introductions of new invasive plants.
- g. Adopt guiding principles set forth in the management plan by the National Invasive Species Council, per the Executive Order 13112, February 3, 1999.

#### Article III. Membership

Sections 1. Any individual or institution shall be eligible for membership provided that such prospective member: 1) Pays dues pursuant to Article XI; and 2) Supports Council objectives as stated in Article II.

Individual members: Any person interested in or involved in invasive plant management, research, regulation, consulting or other related management support programs. Individual members are allowed to vote and hold office.

Institutional members: Any accredited institution of learning, botanical garden, research institute, corporation, company, association, organization, interest group, partnership, public agency or governmental body that joins the Council under their institutional name. Institutional members are allowed one vote per institution.

Section 2. Membership type shall consist of the following categories:

- a) General member: Any individual or institutional member who has an interest in Michigan's invasive plant problems and who is committed to support the objectives of the Council.
- b) Contributing, Donor and Patron member: Any individual or institutional members who demonstrate a strong commitment to the objectives of the Council through increased financial contribution pursuant tot Article X Section 4.
- c) Honorary member: Individuals and institutions who have provided extraordinary support and assistance toward accomplishing the objectives of the Council. Honorary members must be designated by a unanimous vote of the Board of Directors. Honorary members are allowed to vote and hold office.

Section 3. Any member desiring to resign from the Council shall not be entitled to a refund of their membership dues.

Section 4. Members are in good standing provided required annual membership dues are paid. Members who delinquent in dues shall be dropped from membership roles.

#### **Article IV. Officers**

Section 1. Council officers shall be Chair, Immediate Past Chair, Vice Chair, Secretary and Treasurer. Council officers form the executive Committee and shall perform the duties prescribed by their bylaws and by the parliamentary authority adopted by the Council.

Section 2. Officer positions will be elected at the annual business meeting and may be subject to successive terms.

#### **Article V. Board of Directors**

- Section 1. The Board of Directors shall consist of the Executive Committee and eight (8) voting members elected as Directors-at-Large and shall be representative of the membership at large. The council will strive for balance on the Board of Directors with representation from: 1) a federal agency; 2) a state agency; 3) Michigan Department of Agriculture; 4) university/educational institution; 5) Michigan Nursery and Landscape Association; 6) plant industry; 7) conservation organization; and 8) Unaffiliated
- Section 2. Directors-at-Large shall serve a term of two years with the exception of the initial implementation of terms requiring four members to serve two-year terms and four members to serve one-year terms. After the initial rotation, four directors-at-large will be elected annually at the business meeting.
- Section 3. The Board of Directors is empowered to conduct the business of the Council between business meetings. Actions and decisions of the Board of Directors shall be made available to the membership for review at annual business meeting.
- Section 4. A simple majority shall constitute a quorum of the Board of Directors. Proxy shall be designated by verbal communication to the Chair.
- Section 5. The Board of Directors shall meet quarterly to conduct Council business. Board member must attend a minimum of two meetings annually to remain on the board. Exceptions for extenuating circumstances may be granted by the Board.

#### **Article VI. Meetings**

- Section 1. Business meeting shall be scheduled and held at least once annually in conjunction with the annual symposium, or at such time and place as shall be determined by the Board of Directors.
- Section 2. Notification of meeting time, location and date shall be sent to members by the Secretary prior to regularly scheduled business meetings.
- Section 3. Information generated by meetings shall be available to all members. The information may include, but not be limited to, the minutes of the previous meeting, abstracts of meeting presentations, and any other information deemed pertinent by the Chair.

Section 4. The Chair shall coordinate meeting agenda and format. All business to be included on a scheduled business meeting agenda shall be directed to the Chair prior to the meeting.

Section 5. A two-thirds vote shall be required to allow the introduction of a motion that falls outside the Council's objections as outlined in Article II.

Section 6. A simple majority of the voting members of the Council present shall constitute a quorum.

## **Article VII Nominations and Elections**

Section 1. A Nominations Committee shall be formed of the Immediate Past Chair and two members in good standing selected by the Executive Committee.

Section 2. The Nominations Committee shall poll the membership by mail and in person for those individuals willing to serve as a council officer. To qualify for election as an officer, an individual must be a paid-up member in good standing at the time of the election. Each council officer shall serve a term of one year and is eligible to be elected to successive terms.

Section 3. The Nominations Committee shall poll the membership by mail and in person for those individuals willing to serve as a director at large. To qualify for election as a director at large, an individual must only be a paid up member in good standing at the time of the election. Each council director at large shall serve a term of two years and is eligible to be elected to successive terms

Section 4. The Nominations Committee shall compile and submit to the Board of Directors for approval a complete list of all candidates wishing to run for an officer or director at large position.

Section 5. The Nominations Committee shall then prepare the ballot and candidate biographies to be mailed with the announcement of the Date, Time and Location of the first business meeting of the year to members in good standing. Included shall be an envelope to seal the ballot in and a return envelope (postage optional). These must be mailed to arrive at the member's home not more than thirty (30) days or less than twenty (20) days prior to the first business meeting of the year.

Section 6. The Nominations Committee shall receive all ballots; verify; and present the election result at the first business meeting of the year. The election results shall be certified by the Secretary of the Board. Positions vacated

interim can be temporarily filled until the next election by the current Executive Committee.

### **Article VIII. Committees**

The Board of Directors shall appoint committees, standing or special. Council officers shall be ex officio members of all committees.

### **Article IX. Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Council in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Council may adopt.

### **Article X. Amendment of Bylaws**

These bylaws may be amended by a two-thirds vote of the standing members present at any legally constituted business meeting or by two-thirds vote by the Board of Directors.

### **Article XI. Revenue**

- Section 1. The collection and accounting of all funds of the Council shall be the responsibility of the Treasurer.
- Section 2. The signature of the Treasurer and one other officer shall be required for the disbursement of Executive Committee-approved Council funds in excess of \$500. The Treasurer can disburse funds for ordinary expenses of less than \$500 without the co-signature of another officer.
- Section 3. The Board of Directors shall establish membership dues scheduled for each of the membership types pursuant to Article III, Section 2.
- Section 4. The Board of Directors may solicit voluntary contributions, grants or donations to augment membership dues or may solicit, accept or enter into partnerships or Memoranda of Understanding, in order to further the activities and functions of the Council.