

BYLAWS

FLORIDA EXOTIC PEST PLANT COUNCIL INCORPORATED Approved, May 2009

Article I. Name

The name of this Organization shall be the **Florida Exotic Pest Plant Council**.

Article II. Objectives

Mission Statement: “The Florida Exotic Pest Plant Council Incorporated was created to support the management of invasive exotic plants in Florida’s natural areas by providing a forum for the exchange of scientific, educational and technical information.”

The objectives of this Organization shall be:

- a) To facilitate the communication and exchange of information regarding all aspects of exotic pest plant biology, distribution, control and management;
- b) To provide a forum where all interested parties may participate in meetings and share in the benefits from the information generated and promulgated by this council;
- c) To promote an understanding regarding exotic pest plants and their control;
- d) To serve as an advisory council for the continued needs for funding, research, management and control of exotic pest plants;
- e) To provide expert advice for various interests concerned with exotic pest plants and review exotic pest plant management problems and activities and provide updated information for specific management needs;

Article III. Membership

Section 1. Any individual or institution shall be eligible for membership provided that such prospective members pay the required membership fee and provides all requested background information necessary to ascertain consistency with the membership categories listed below in Article III, Section 2.

Individual members: Any person interested in or involved in exotic pest 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) Student members: Any individual member enrolled at an accredited university, college or junior college, as a full or part time student who has an interest in Florida's exotic pest plants problems. Student members are non-voting and ineligible to hold office.

b) General members: Any individual or institutional members who have an interest in Florida's exotic pest plants problems and who is committed to support the goals and purpose of the Exotic Pest Plant Council.

c) Contributing, Donor, and Patron members: Any individual or institutional members who demonstrate a strong commitment to the goals and purpose of the Exotic Pest Plant Council through increased financial contribution.

d) Honorary members: Individuals and institutions who have provided extraordinary support and assistance toward accomplishing the goals and 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 fee.

Section 4. Members are in good standing provided all required membership fees are paid. Members who are delinquent in fees for more than three months shall be dropped from membership rolls.

Article IV. Officers

- Section 1. The officers of the council shall be Chair, Chair-elect, Past-Chair, Secretary, Treasurer and Editor. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Council.
- Section 2. Chair: The Chair shall preside at all membership and Board meetings; shall, appoint the Treasurer, the Secretary, the Editor and all committee chairs, with a 2/3 majority approval of the board, and shall perform all other duties incidental to the office of the Chair. The Chair shall prepare, in collaboration with the Secretary, an annual report of the Council's activities to be presented at the annual business meeting of the Council, including a report of each Board meeting. The Chair shall serve two full years and the term of office shall begin one year following the close of the annual business meeting at which he/she is elected Chair-elect. The Chair shall not serve consecutive terms. The retiring Chair shall serve one year as Past-Chair.
- Section 3. Chair-Elect: The Chair-Elect shall perform the duties of Chair when the latter is absent and other duties as may be assigned by the Chair or Board of Directors. The Chair-Elect shall be elected by the voting membership. The Chair-Elect shall serve one full year immediately prior to assuming the duties of the Chair.
- Section 4. Past-Chair: The Past-chair shall perform the duties of Chair when the latter is absent and other duties as may be assigned by the Chair or Board of Directors. The Past-Chair shall serve one full year after serving as chair
- Section 5. Treasurer: The Treasurer shall be custodian of all dues and funds of the Council, pay all bills authorized by the Board of Directors, assist the chair in the preparation of the council's annual budget, and at the annual meeting give a true and complete report of the financial status of the Council. The Treasurer shall deposit all receipts in a bank designated by the Board, and the Treasurer's signature or the signature of the Chair or Secretary shall be authorized on Council checks. An annual financial review of the books shall be made and a report presented to the Council membership at the annual meeting.
- Section 6. Secretary: The Secretary shall keep minutes of all meetings, distribute minutes, and notices as directed by the Board, and perform all duties usually associated with the office. The Secretary shall also prepare the quarterly FLEPPC Newsletter.
- Section 7. Editor: The Editor shall be responsible for the publication of WILDLAND WEEDS magazine and chair the Editorial committee.

- Section 8. Officers except for Chair-Elect and Past-Chair shall serve for two years or until their successors have been duly chosen. Chair-Elect and Past-Chair shall serve a one-year term. An individual appointed to the office of Treasurer, Secretary, and Editor may serve an unlimited number of two-year terms, subject to a 2/3 confirmation by the Board.
- Section 9. Officer “End of Service” and “Leave of Absence”: If during the normal term of their elected position, an officer is absent for extenuating circumstances and is expected to return and perform the duties/responsibilities of their position within six months of being absent, the officer is said to be in a leave of absence status if approved by the Board of Directors. Likewise, if the officer is no longer able to fulfill the duties/responsibilities of their position (“permanently absent”), and they are not expected to do so before the end of their term, the officer’s service has ended.
- Section 10. Council officers shall be selected from the membership and must reside within the State and be members in good standing of the Council for two consecutive years.
- Section 11. Nominations for Chair-Elect shall be recommended by a nominating committee. One nominee for Chair-Elect shall be approved by majority vote of the Board of Directors upon recommendation of the Nominating Committee chair. In addition, nominations may be submitted from the floor at the annual business meeting.
- Section 12. Election of the Chair-Elect shall be by secret ballot and a candidate must receive a plurality of the votes cast to be elected, unless there are no nominations from the floor and an open vote is made simply to accept the nominated Chair-Elect or not.
- Section 13. Officer Chain of Succession: In the event the Chair’s service has ended prior to the normal elected term (as defined above) during the first year of tenure, the Past-Chair shall assume the duties and responsibilities of the Chair. Likewise, if the Chair’s service has ended during the second year of tenure, the Chair-Elect shall assume the duties and responsibilities of the Chair for the duration of the absent Chair’s term, and for the subsequent 2-year term, as elected.

In the event that either the Past-Chair or Chair-Elect has assumed the duties and responsibilities of the Chair or their service has ended prior to the normal elected term, the Board of Directors will elect by quorum a temporary Past-Chair for the duration of the absent Past-Chair or Chair-Elect’s one year term. Should the temporary Past-Chair be a replacement for the Chair-Elect, the temporary Past-Chair will serve the duration of the Chair-Elect’s term, plus a one- year term as Past-Chair.

In the event the Chair’s service has ended prior to the normal elected term (as

defined above) during the first or second year of tenure, and if the Past-Chair's or Chair-elect's (whomever would normally assume Chair duties under the conditions above) service has similarly ended, the Board of Directors will elect by quorum a temporary Chair for the duration of the absent Chair's term.

Article V. Board of Directors

- Section 1. The Board of Directors shall consist of the officers and eight (8) voting members elected at large.
- Section 2. Directors shall be selected from the membership and must reside within the State and be members in good standing of the Council.
- Section 3. Nominations for directors shall be recommended by a nominating committee. One nominee for each available director position shall be approved by majority vote of the Board of Directors upon recommendation of the Nominating Committee chair. In addition, nominations may be submitted from the floor at the annual business meeting.
- Section 4. Election of directors shall be by secret ballot and a candidate must receive a plurality of the votes cast to be elected, unless there are no nominations from the floor and an open vote is made simply to accept the nominated slate of directors or not.
- Section 5. Directors-at-large shall have staggered two-year terms. Four members-at-large will be elected every year. To fill a vacancy in the Directors-at-large, the Chair will appoint an individual to serve the remaining term, subject to a 2/3 majority confirmation by the board. A vacancy may be considered to exist when a Director resigns or in the event a member of the Board of Directors fails to attend two (2) consecutive meetings. Directors-at-large shall not be elected to serve consecutive terms.
- Section 6. 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 Council prior to each business meeting. All actions are subject to review by the Council.
- Section 7. A majority of the Board of Directors will approve the FLEPPC Invasive Plant List prior to publication. This should be achieved prior to the appropriate annual Symposium, preferably at the First Quarter Board of Directors meeting.
- Section 8. A simple majority of filled seats shall constitute a quorum of the Board of

Directors. Proxy shall be designated by verbal communication to the Chair.

Article VI. Meetings

- Section 1. Business meetings shall be scheduled and held at least once annually in conjunction with the annual Symposium.
- Section 2. Written notices shall be sent to members at least 30 days prior to any business meeting.
- Section 3. Within six months after each meeting, information generated by the meeting shall be distributed to all members. The information shall 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. Meeting agenda and format shall be coordinated by the Chair.
- Section 5. Special meetings may be called by the Chair and shall be called upon the written request of three standing members of the council. Two weeks notice shall be required before all special meetings.
- Section 6. A two-thirds vote shall be required to allow the introduction of a motion that falls outside the council's object as outlined in Article II.
- Section 7. A simple majority of the voting members of the council shall constitute a quorum.

Article VII. Committees

Committees, standing or special, shall be appointed by the Chair as the standing members of the Council shall deem necessary to carry on the work of the Council. The Chair shall be an ex officio member of all committees.

Article VIII. 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 IX. Amendment of Bylaws

These bylaws may be amended by a two-thirds vote of the standing members present at any legally constituted business meeting. In every case written notice of consideration of a change and a copy of the proposed change shall be sent to each member no less than thirty (30) days prior to the meeting.

Article X. Finances

- Section 1. The collection and accounting of all funds of the Council shall be the responsibility of the Treasurer.
- Section 2. 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.
- Section 3. The signature of the treasurer and one other officer shall be required for the disbursement of funds of the Council in excess of \$1,000.00. The treasurer can disburse funds for Board approved expenses that are not in excess of \$1,000.00 without the co-signature of another officer.
- Section 4. The Board of Directors shall establish a membership fee schedule for each of the membership categories, in accordance with the provisions of Article III. The Board may, at their discretion, amend or revise the membership schedule from time to time.
- Section 5. The Board of Directors may solicit voluntary contributions, grants, or donations to augment membership fees in order to pay for the activities and functions of the Council.
- Section 6. The annual budget of FLEPPC should be approved by the Board of Directors at the Fourth Quarter Board of Directors Meeting.
- Section 7. The Fiscal Year for FLEPPC will begin on the 1st day of October and end on the 30th day of September.