

**By-Laws of the
Native Plant Society of Texas, North Central Chapter
Fort Worth, Texas
Revised 2015, 2017**

ARTICLE I: Name

The name of this Chapter shall be the Native Plant Society of Texas, North Central Chapter.

ARTICLE II: Purpose and Mission

The purpose and mission of the North Central Chapter shall be to promote understanding, preservation, utilization and enjoyment of the native flora and plant habitats of Texas, especially of the North Central area, through educational programs, community projects, field trips, outreach, and example.

ARTICLE III: Membership Section

Section 1 - Eligibility

Any person, family, or group who is a member of the Native Plant Society of Texas is eligible for membership in the North Central Chapter.

Section 2 - Dues

Membership dues are fixed by the State Society, and are payable to the State Society on the anniversary of the membership.

Section 3 -Voting

Each individual or group membership shall be entitled to one vote on any question requiring a vote of the general membership of the Chapter. A family shall be entitled to two votes.

ARTICLE IV: Officers

Section 1 - The officers of the Chapter shall be President, Vice President, Secretary and Treasurer. The immediate Past President serves *ex officio*.

A. President's Duties

1. Represents the Chapter to the general public.
2. Presides at General Membership meetings, Board meetings, according to Robert's Rules of Order.
3. Represents the Chapter as a voting member of the State Board, or designates another representative to do so.
4. Serves as a liaison for the Chapter to the State Board.
5. Appoints Chairpersons for the various committees and serves as an *ex officio* member of these committees.

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B. Vice President's Duties

1. Serves as Chairperson of the Program Committee.
2. Performs the duties of the President during any absences of the President.
3. Performs other duties as assigned by the President.

C. Secretary's Duties

1. Records the proceedings of the General Membership meetings and Board meetings.
2. Keeps a copy of the Chapter By-Laws and Standing Rules at all meetings.
3. Presides at any meeting in which the President and Vice President are unable to attend.

D. Treasurer's Duties

1. Keeps a correct account of receipts and disbursements and prepares a quarterly report for the State Society accompanied by relevant bank statement(s).
2. Presents a verbal Treasurer's Report to each Board meeting and to the General Membership meeting and provides the Secretary with a copy of the written report to be included in the Minutes.
3. Maintains a chapter bank account as the repository for all Chapter funds with either the Treasurer's signature or the President's signature being required to disburse funds.
4. Provides the Audit Committee with materials sufficient to perform their review.

Section 2 - Nomination and Election of Officers

- A. The President appoints, subject to Board approval, a Nominating Committee consisting of three or more members. These appointments shall be announced at the August General Membership meeting. It is the duty of this committee to nominate one or more candidates for each elected office.
- B. At the October General Membership meeting, the Nominating Committee reports. Before the election at the November meeting, additional nominations from the floor shall be permitted. Nominees from the floor must have agreed in advance to serve if elected.
- C. Elections are held at the November General Membership meeting, by ballot by members who are present and current in their dues except if there is only one nominee for each office. If there is only one nominee for each office, voting will be by voice by members who are present and current in their dues.
- D. If there is more than one candidate for any position the nominee with a simple majority by ballot will win.

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- E. All terms of office begin the January 1st following the elections.
- F. A vacancy in an elected office may be filled by vote of the Board, such elected officer would serve for the remainder of that term.

Section 3-Terms and Term Limits

Officers serve for one year and may continue to serve until their successors are elected.

ARTICLE V: General Membership Meetings

Section 1- Meetings

The General Membership meetings of the Chapter will be held on the first Thursday of each month except January and July, unless otherwise directed by the Board.

Section 2 - Special Meetings

Special meetings may be called by the President, Board or upon request of ten members of the Chapter. Except in cases of emergency, at least three days' notice must be given.

Section 3 - Quorum

The quorum in a General Membership meeting shall be 30 members present at the general membership or special meeting.

ARTICLE VI: Board

Section 1 - Board Members

The Officers and the Chairpersons of the Standing Committees shall constitute the Board.

Section 2 - Board Duties and Powers

The Board has broad supervision of the affairs of the Chapter, fixes the hour and place of meetings, makes recommendations to the Chapter, and performs other duties as specified in these By-Laws. The Board is subject to the rules of the State Society and will take no actions which conflict with that body.

Section 3 - Board Meetings

The Board meets monthly except in December and June. The General Membership will be notified in advance of the date, time and place of the Board meetings. Special meetings of the Board may be called by the President, or upon request of three member Board.

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Section 4 - Quorum

A simple majority of the Board that includes at least three Officers shall constitute a quorum at a Board meeting.

ARTICLE VII: Committees

Committees are appointed by the President of the Chapter to carry on the work of the Chapter, with the exception of the Nominating Committee which requires the approval of the Board. The President is an *ex officio* member of all committees except the Nominating Committee.

ARTICLE VIII: Parliamentary Authority

The parliamentary authority for these By-Laws is Robert's Rules of Order, Newly Revised, except where specifically stated otherwise in these By-Laws, or in the By-Laws of the Native Plant Society of Texas. The North Central Chapter shall also work in accord with the state office of the Native Plant Society of Texas and shall comply with the Native Plant Society of Texas By-Laws.

ARTICLE IX: Amendment of By-Laws

These By-Laws may be amended by a two-thirds vote of the members present and voting at a General Membership or special meeting of the Chapter, provided that the amendment has been announced at a previous meeting and submitted to the membership in writing at least thirty days in advance. Sending via email blast to members and putting on the members-only section of the website is sufficient for written notice.

ARTICLE X: Dissolution

To dissolve the North Central Chapter a resolution should be prepared, such as: "RESOLVED, that the North Central Chapter of the Native Plant Society of Texas be dissolved as of (insert date)." This resolution may be preceded by a preamble setting forth the reasons for dissolution . It is, in effect, a motion to rescind these By-Laws, and therefore requires the same notice and vote as set forth in Article **IX** - Amendment to By-Laws. In the event that the Chapter is dissolved, the Treasurer shall pay all outstanding bills and any other expenses of the Chapter, and turn any remaining funds over to the Vice President Finance of the state office of the Native Plant Society of Texas. The Treasurer shall place a receipt for this money in his/her files, and the Secretary shall place a copy of the receipt in the Minutes which shall with all other files be send to the state office of the Native Plant Society of Texas.

March 2014 Amendment
Revised August 2, 2017