

**South Sound Chapter of the  
Washington Native Plant Society  
Bylaws**

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**Article I. Purpose of the Chapter**

The purpose of the South Sound Chapter of the Washington Native Plant Society is to promote the appreciation, conservation and study of the native plants of Washington State and to educate the public on the value of our native flora and its habitat.

**Article II. Territory**

The chapter primarily serves individuals, organizations, and groups in Pierce and Thurston counties along with counties south and west of Pierce and Thurston.

**Article III. Membership and Chapter Meetings**

**Section 1. Membership Eligibility**

Any person, family, or group who is a member of the Washington Native Plant Society is eligible for South Sound Chapter membership.

**Section 2. Dues and Members in Good Standing**

Dues shall be determined and paid as specified by the Washington Native Plant Society state organization. Members in good standing (hereafter referred to as “members”) are those whose dues are current. Members of the South Sound Chapter are those persons, families, or groups who have selected membership affiliation with the South Sound Chapter.

**Section 3. Termination of Membership**

Membership in the Chapter shall terminate according to the terms of the Society’s bylaws.

**Section 4. Right to Vote**

Each member, whether they are a person, family, or group, is entitled to one (1) vote on any question requiring a vote of all members of the Chapter. The right to vote of a family or group shall be exercised by the individual who is designated by the group as their official delegate.

**Section 4. Quorum**

The presence of five percent (5%) of the members at a chapter meeting(s) constitutes a quorum for the transaction of business. Every decision made by a simple majority of the members at a meeting(s) where a quorum is present is a valid act of the members. When monthly meetings are held in both Pierce and Thurston counties, the total attendance at the two meetings shall be used to determine if a quorum was present and whether an action taken is binding.

## **Section 5. Meetings**

Meetings of the general membership normally are held monthly except June through September. Special meetings may be called by the chair upon resolution of the Board of Directors.

## **Section 6. Notification of Meetings**

Notification of meetings shall be given to each member at least seven (7) days before any membership meeting. Publication of the meeting schedule in the chapter newsletter, provided that such newsletter is sent at least seven (7) days prior to a scheduled meeting, shall be considered adequate notice.

## **Article IV. Officers of the Chapter / Governance**

### **Section 1. Names and qualifications of Officers**

Officers of the chapter are: chair, vice-chair(s), secretary and treasurer. An officer must be a member in good standing of WNPS and of the chapter.

### **Section 2. Chapter Board of Directors**

The officers, chairs of standing committees, and other persons designated in these bylaws shall constitute the Chapter Board of Directors (hereafter referred to as the "Board of Directors") of the chapter and shall be the governing body of the chapter. The responsibilities of the Board of Directors shall include, but not be limited to:

- 1) Approval of the chapter budget and expenditures;
- 2) Approval of all agreements entered into by the chapter;
- 3) Preparation and approval of reports to the membership;
- 4) Development of policies and procedures for activities.

### **Section 3. Election of Officers.**

Nominations for Chapter officers shall be presented to the membership in September and at the October chapter meeting(s) of each calendar year. Officers are elected by the membership in October and November of each calendar year provided that elections are completed prior to November chapter meetings. Officers shall serve for one (1) calendar year and may succeed themselves. Voting may be carried out written and/or electronic ballots. Officers shall assume their duties on January 1 of each calendar year.

### **Section 4. Absences and Vacancies**

In the case of resignation, or other inability or unwillingness to serve, or failure to carry out the duties as determined by a majority of the Board of Directors, the Board of Directors may appoint a replacement for an officer of the chapter who shall serve the balance of that officer's term, except that the first vice chair shall assume the office of chair and a new vice chair appointed to fill the vice chair vacancy.

### **Section 5. Expenditures of Chapter Funds**

Decisions requiring expenditures in excess of \$200.00 must be approved by a majority of the Board of Directors. Such approval may be in the form of a motion at a meeting of the Board of Directors or by telephonic or e-mail communications. The treasurer shall maintain a record of all such approvals.



## **Section 6. Duties of the Chair**

The duties of the chair shall include, but not be limited to:

- 1) Presiding over South Sound chapter and Board of Directors meetings;
- 2) With the concurrence of the Board of Directors, establishing short-term, special purpose (ad hoc) committees;
- 3) Appointing chairs and other members to standing and ad hoc committees as he/she deems necessary;
- 4) Representing the chapter on the WNPS Board of Directors;
- 5) Signing documents and agreements, as authorized by the Board of Directors, on behalf of the chapter;
- 6) Preparing an annual report to the Board of Directors, the chapter members and the WNPS Board of Directors;
- 7) Representing the chapter with other organizations and the public;
- 8) Maintaining a copy of the current rules of order being used by the Board of Directors;
- 9) Upon mutual agreement, perform other duties and responsibilities requested by the Board of Directors.

## **Section 7. Duties of the Vice Chair (s)**

The chapter may elect to have two vice chairs. In the case when two vice-chairs are elected, one shall represent members attending Pierce County meetings and one shall represent members attending Thurston County meetings. In the event there are two vice chairs, one shall be designated first vice chair for purposes of succession in case of a vacancy in the chair position. The position of first vice chair shall alternate between the two counties beginning with Thurston County being designated first vice chair.

The vice chairs(s) shall:

- 1) Carry out the duties of the chair in the absence of the chair;
- 2) Preside over monthly chapter meetings when requested by the chapter chair;
- 3) Serve as an ex officio member of standing committees;
- 4) Assume such other duties as may be determined by the Board of Directors.

## **Section 8. Duties of the Secretary**

The secretary shall keep the minutes of all business meetings of the chapter and Board of Directors and distribute them to the Board of Directors for general distribution to members and interested parties.

## **Section 9. Duties of the Treasurer**

The Treasurer shall:

- 1) Keep the financial records of the chapter;
- 2) Maintain the chapter bank account;
- 3) Within WNPS and Chapter approved policies and procedures, disburse funds as authorized by the Board of Directors or standing committee chairs;
- 4) At the end of each fiscal year, prepare financial reports that support:
  - Preparation of annual state-wide financial reports and tax returns by the State Treasurer,
  - Planning and controlling next year's income and expenses by the Board of Directors,
  - Reporting the past year's income and expenses to Chapter members.

## **Article V. Standing Committee Chairs**

### **Section 1. Committees: Standing and Ad Hoc**

*Standing committees* are permanent committees that are called out in these bylaws. Their purpose is to carry out specific, continuing, and permanent functions or activities on behalf of the membership. All chairs of standing committees are voting members of the Board of Directors and serve until replaced.

*Ad-hoc committees* are short-term, special-purpose committees that have a limited objective and a limited lifetime. They are not specified in the bylaws and chairs of ad hoc committees are not Board of Directors members unless they serve on the Board as the result of another role they have in the chapter. The chair, with the approval of the Board of Directors, may establish ad hoc committees to carry out specific functions or activities on behalf of the membership.

The chapter chair appoints chairs and other members to standing and ad hoc committees as he/she deems necessary. In addition, committee chairs may add additional members to their respective committees as needed to carry out committee functions.

### **Section 2. Conservation Committee Chair**

The chair of the conservation committee:

- 1) Researches and informs members about conservation issues related to native plants and native plant habitats;
- 2) Contributes articles for the chapter newsletter;
- 3) Works with other conservation organizations and government agencies to promote and protect native plants and habitats;
- 4) Coordinates with the WNPS Conservation Committee;
- 5) Represents the chapter on conservation issues in public forums.

### **Section 3. Field Trip Committee Chair**

The chair of the field trip committee:

- 1) Coordinates native plant appreciation hikes and field trips for a wide range of interests and abilities;
- 2) Assists field trip leaders to maintain the standards of the WNPS's "Guidelines for Field Trip Leaders;"
- 3) Contributes articles to the chapter newsletter;
- 4) Publicizes upcoming field trips through the newsletter, through the website, at chapter meetings and other appropriate venues.



#### **Section 4. Editorial Committee Chair**

The chair of the editorial committee is the newsletter editor, who:

- 1) Solicits, edits, and lays out articles and announcements for the chapter newsletter;
- 2) Coordinates website posting, printing and mailing of the newsletter, as appropriate to all members;
- 3) With advice and assistance of the editorial committee, recommends policies on chapter publications to the Board of Directors.

#### **Section 5. Publicity Committee Chair**

The chair of the publicity committee:

- 1) Notifies members and the editor of Douglasia of upcoming chapter meetings;
- 2) Prepares information on chapter activities for the news and social media;
- 3) Coordinates information on special activities such as WNPS Study Weekends or WNPS Native Plant Appreciation Week;
- 4) Prepares other outreach information at the request of the Board of Directors.

#### **Section 6. Volunteer Committee Chair**

The chair of the volunteer committee:

- 1) Works with the Board of Directors to increase member participation in activities that promote the mission of the society;
- 2) Prepares articles for the chapter newsletter;
- 3) Promotes recognition of chapter volunteers and their activities;

#### **Section 7. Grant Committee Chair**

The chair of the grant committee:

- 1) Maintains grant committee grant process and its documentation;
- 2) Submits yearly budget requests to the Board of Directors;
- 3) Coordinates review, approval, and implementation per the SSC grants process;
- 4) Communicates grant activities via status reports and newsletter articles.

#### **Section 8. Presentation Committee Chair**

The chair of the presentation committee:

- 1) Maintains presentation committee process and its documentation;
- 2) Submits yearly budget requests to the Board of Directors;
- 3) Arranges presentations for regular monthly meeting and special member meetings;
- 4) Performs or delegates these tasks:
  - Creation of marketing/communication materials for presentations,
  - Setting up Audio/Visual equipment at chapter meeting,
  - Hosting/Introducing speaker at chapter meeting.

### **Section 9. Plant Sale Committee Chair**

The chair of the plant sale committee:

- 1) Schedules plant sales with the approval of the Board of Directors;
- 2) Submits yearly budget requests to the Board of Directors;
- 3) Plans plant sales activities;
- 4) Reports status periodically;
- 5) Directs, communicates, and coordinates with committee members and volunteers to accomplish all necessary plant sale activities. This includes, but is not limited to, performing or delegating these tasks:
  - Facility reservation
  - Plant procurement
  - Plant sale facility setup and takedown
  - Cashiering
  - Sales support staff management

### **Section 10: Education Committee Chair**

The chair of the education committee:

- 1) Works with local schools to provide native plant educational materials;
- 2) Maintains the chapter library of books to loan to schools;
- 3) Submits yearly budget requests to the Board of Directors;
- 4) Coordinates with other committee chairs to leverage educational opportunities and resources;
- 5) Provides snippets of educational materials, presentations, etc. for chapter meeting attendees.

## **Article VI. Other Voting Members of the Board of Directors**

### **Section 1. Voting Members**

All of the people listed in this Article are voting members of the Board of Directors.

### **Section 2. Chapter Web Manager.**

The web manager

- 1) Maintains the chapter's internet site;
- 2) Posts announcements and newsletters to the chapter internet site;
- 3) Maintains the electronic records with the direction of the Board of Directors;
- 4) Provides advice to the executive committee on effective use of the internet and electronic media.

### **Section 3. The Immediate Past Chair**

The immediate past chair of the chapter shall:

- 1) Provide continuity and support for incoming officers;
- 2) Serve on the Board of Directors and may serve through more than one term until a different member is immediate past chair.

### **Section 4. Members-at-Large**

With the concurrence of the Board of Directors, the chair may appoint up to two members-at-large to the Board of Directors.

## **Section 5. Chapter Botanist.**

The chapter botanist:

- 1) Acts as a resource on botanical knowledge to chapter members;
- 2) Conducts workshops and/or field trips on plant identification, emphasizing native plants and their habitats;
- 3) Contributes articles to the chapter newsletter;
- 4) Proposes projects related to native plants to the Board of Directors and/or the membership.

## **Article VII. Records**

Each chapter officer or chairperson of a committee maintains and shall deliver all records of the office to the succeeding office holder upon leaving their position.

## **Article VIII. Rules of Order**

The chapter shall govern all meetings by the most recent edition of Robert's Rules of Order or any special rules of order and bylaws that the Board of Directors may adopt.

## **Article IX. Amendments**

Changes to these bylaws shall be recommended by members of the chapter or by the Board of Directors. An amendment shall be approved by a simple majority of the voting membership of the chapter.

## **Article X. Savings Clause.**

Should any provision of these bylaws be found contrary to the rules, bylaws or procedures of the Board of Directors of the Washington Native Plant Society, the state's bylaws and procedures shall prevail.