

# **GILA NATIVE PLANT SOCIETY**

## **BYLAWS**

Revised November 1999, October 2009, and November 2022

### **ARTICLE I – NAME AND AFFILIATION**

The name of this organization shall be the Gila Native Plant Society (GNPS). GNPS is a chapter of the Native Plant Society of New Mexico.

### **ARTICLE II - PURPOSE**

The purpose of this organization is to:

- 1.) promote education, research, and appreciation of the native flora of the Southwest;
- 2.) encourage the preservation of rare and endangered plant species and the communities in which these species occur;
- 3.) support the use of suitable native plants in landscaping to create habitat and conserve water while at the same time preserving New Mexico's unique character.

### **ARTICLE III - MEMBERSHIP**

- a. Membership is open to any person with an interest in the purpose of the Society upon payment of dues to the Native Plant Society of New Mexico.
- b. Dues are payable at the time of joining and annually thereafter.  
Members shall be entitled to attend all general membership meetings, all field trips, and all other privileges offered by this organization. When space is limited, participation will be based on the order in which a sign-up is received. Members will have priority over nonmembers.
- c. Membership dues of the Gila Native Plant Society shall be those determined by the Board of Directors of the Native Plant Society of New Mexico (NPSNM). Dues not renewed within three months after the anniversary/renewal date shall be considered delinquent, and the member shall be dropped from the membership roster. Each member shall have one (1) vote in the election of members to the Board of Directors of GNPS.
- d. All members and guests participating in field trips are required to sign a release of liability form.

### **ARTICLE IV - GENERAL MEMBERSHIP MEETINGS**

- a. General membership meetings shall be open to the public.
- b. A calendar of dates of general membership meetings and field trips will be published for the membership in the GNPS Bulletin and the NPSNM Newsletter.
- c. Nonmembers may attend general membership meetings, field trips, and other events.
- d. The majority vote of members present and voting at a general membership meeting shall constitute a quorum for regular business procedures.
- e. All general membership meetings shall be conducted according to recognized parliamentary procedure.

## ARTICLE V - OFFICERS

- a. Officers of this organization shall be President, Vice-President, Secretary, and Treasurer.
- b. The term of office for an officer or member of the Board shall be two (2) years.
- c. Should the President be unable to complete the term of office, the Vice President shall assume the office and duties of the President.
- d. Should the Vice President, Secretary, or Treasurer be unable to complete the term of office, a replacement shall be nominated by the President and approved by the Board to serve the remainder of the unexpired term.

## ARTICLE VI - DUTIES OF THE OFFICERS OF GNPS

The officers shall also be Directors of GNPS. General duties of the officers are:

**President:** The President shall provide direction to the Society, be the chief spokesperson to the community, preside at meetings, appoint special committees, and perform other duties as determined by the Board of Directors from time to time. In addition, to provide leadership continuity, the President will be expected to serve a two-year term as Past President on the Board of Directors

**Vice-President:** The Vice-President shall serve on the Program Committee, preside at meetings when the President is unavailable, and perform other duties as the President, or the Board of Directors, may request from time to time.

**Treasurer:** The Treasurer shall keep the accounting records of the GNPS, deposit and disperse monies as necessary, produce such financial statements as are required by various organizations, periodically report the financial condition to the Board and perform such other tasks as the Board of Directors or the President may request.

**Secretary:** The Secretary shall keep the official minutes book of the GNPS, having it available for public inspection when requested, take minutes of Board of Directors meetings and general meetings where official business is transacted, complete required filings as necessary and perform such other tasks as the Board of Directors or the President may request.

## ARTICLE VII - ELECTIONS

- a. Elections shall be held at the November ~~General Membership~~-(delete) Meeting. Officers shall be elected in even-numbered years, and members at large of the Board of Directors shall be elected in odd-numbered years. Newly elected Officers and Board Members shall assume duties and responsibilities on the first day of January of the succeeding year.
- b. The nominating committee shall be appointed by the Board, and shall submit to the General Membership a written slate of nominees for all elective positions one month prior to the November General Meeting. Notice shall be provided by regular mail or email.
- c. Nominations for any elective position may be accepted from the floor. If an individual is nominated from the floor, they must be present at the meeting and agree to serve in the nominated position.
- d. All nominees for any elective position must agree to serve before the election.

#### ARTICLE VIII - BOARD OF DIRECTORS

- a. The affairs of the GNPS shall be directed by its Board of Directors (Board).
- b. The Board shall consist of a minimum of seven and a maximum of eleven elected Members, including the officers and the immediate past president if he, or she, chooses to serve. Should a member at large be unable to complete their term, the President may nominate a replacement for approval by the Board. A quorum for Board meeting purposes is constituted by a majority of elected Board members at a meeting. A Board member may submit a proxy if unable to attend a scheduled Board meeting. An email proxy is acceptable.
- c. A member of the Board may serve no more than a maximum of four elected consecutive terms as a member of the Board. The Board, after due consideration, may waive this provision.

#### ARTICLE IX - FUNDS OF THE GILA NATIVE PLANT SOCIETY

- a. All funds and donations shall be collected by the Treasurer and placed in the GNPS's account.
- b. The Treasurer shall be authorized to disburse funds for such activities as:
  - 1. Have been approved by the Board of Directors.
  - 2. Are authorized under a Board approved policy.
  - 3. Are normal administrative expenses of the GNPS.
- c. Funds contributed and invested in the name of the GNPS shall remain the property of the GNPS and shall be under the control of the Board of Directors.

#### ARTICLE X - NEWSLETTER

- a. The newsletter shall be called the "Gila Native Plant Society Bulletin."
- b. It shall report the schedule for the general meetings and field trips and publish articles of general interest to the local membership.

#### ARTICLE XI - AMENDMENTS

- a. These Bylaws may be amended by a majority vote of those members present and voting at a general membership meeting.
- b. One month's written notice is required for all changes and shall be provided by either regular mail or email.

#### ARTICLE XII - DISSOLUTION

In the event of dissolution of the GNPS, any remaining assets shall be donated to the Department of Natural Sciences, Western New Mexico University, Silver City, New Mexico.

Approved by the membership November 18, 2022.