GILA NATIVE PLANT SOCIETY BYLAWS

December 24, 2025

SECTION 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 (NPSNM).

SECTION II – PURPOSE

The purpose of the GNPS is to

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

SECTION III – MEMBERSHIP AND DUES

1. Membership is open to any person with an interest in the purpose of the GNPS upon payment of dues to the Native Plant Society of New Mexico.
2. Dues are payable at the time of joining and annually thereafter.
3. 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, members will have priority over nonmembers.
4. Membership dues of the GNPS shall be those determined by the Board of Directors of the Native Plant Society of New Mexico. 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.
5. Each member shall have one (1) vote in the election of members to the Board of Directors of the GNPS.
6. All members and guests participating in field trips are required to sign a release of liability form.

SECTION IV – GENERAL MEMBERSHIP MEETINGS

1. General membership meetings shall be open to the public.
2. 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*.
3. Nonmembers may attend general membership meetings, field trips, and other events.
4. The majority vote of members present and voting at a general membership meeting shall constitute a quorum for regular business procedures.
5. All general membership meetings shall be conducted according to recognized parliamentary procedure.

SECTION V – OFFICERS

1. Officers of this organization shall be President, Vice-President, Secretary, and Treasurer.
2. The term of office for an officer or member of the Board shall be two (2) years.
3. Should the President be unable to complete the term of office, or there is no candidate for President a month before the elections, the Board shall seek a candidate and hold an email election among the members. In the interim, other Board members will fulfill the duties of the President.
4. 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.

SECTION VI – DUTIES OF THE OFFICERS OF GNPS

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

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 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.

Vice-President: The Vice-President shall select specific duties to fulfill the responsibilities of the Society and its activities and programs in cooperation with the President, preside at meetings when the President is unavailable, and perform other duties as the Board 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 or President may request.

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

SECTION VII – ELECTIONS

1. Elections shall be held electronically. Officers shall be elected in even-numbered years, and members at large of the Board 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.
2. The Board shall appoint the nominating committee, which shall submit to the general membership a written slate of nominees for all elective positions one month prior to the elections. Notice shall be provided by email.
3. Members may make a nomination for any elected position. This will be announced at least 60 days prior to elections. Nominations must be received 45 days before the elections. Nominees must have the support of five members.
4. The Board shall submit a written slate of nominees for all elective positions at least thirty days prior to the close of voting in the election. The election must be completed by

December 31.

5. All nominees for any elective position must agree to serve before the election.

SECTION VIII – BOARD OF DIRECTORS

1. The affairs of the GNPS shall be directed by its Board.
2. The Board shall consist of a minimum of seven and a maximum of eleven elected members, including the officers and the immediate past President.
3. Should a member at large or officer be unable to complete a term, the President may nominate a replacement for approval by the Board. Should the Board determine that additional at-large members are needed and there are fewer than the maximum of eleven, the President may nominate an additional member or members for approval by the Board.
4. For Board meetings a quorum is a majority of elected Board members present.
5. A Board member may submit a proxy if unable to attend a scheduled Board meeting. An email proxy is acceptable and counts toward a quorum.
6. A member of the Board may serve no more than a maximum of four elected consecutive terms. The Board, after due consideration, may waive this provision.
7. A member of the Board may be removed for failing to adhere to the Policies in Effect as described in https://gilanps.org/documents/policies_in_effect/ or for unethical behavior such as sexual harassment, racism, or criminal actions. A decision to remove a Board member requires a two-thirds vote of the Board. The Board member may also choose to resign.

SECTION IX – FUNDS OF THE GILA NATIVE PLANT SOCIETY

1. The Treasurer shall collect all funds and donations and place them in the GNPS's accounts.
2. The Treasurer shall be authorized to disburse funds for such activities as
   - Have been approved by the Board;
   - Are authorized under a Board-approved policy;
   - Are normal administrative expenses of the GNPS.
3. 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.

SECTION X – NEWSLETTER

1. The newsletter shall be called the *Gila Native Plant Society Bulletin*.
2. The newsletter shall report the schedule for membership meetings and field trips and publish articles of general interest to the local membership.

SECTION XI – AMENDMENTS

1. These bylaws may be amended by a majority vote of those members participating in voting.
2. One month's written notice is required for all changes and shall be provided by either regular mail or email.

SECTION 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.