NATIVE PLANT SOCIETY OF TEXAS
Tyler CHAPTER

BYLAWS

ARTICLE I — NAME

The name of the society shall be the Native Plant Society of Texas, Tyler Chapter.

ARTICLE II — PURPOSE OF THE CHAPTER

The purpose of the Tyler Chapter is to promote the conservation, research, and utilization of the native plants and plant habitats of Texas, through education, outreach, and example.

ARTICLE III — MEMBERSHIP

Section 1. Any person, family or group who is a member of the Native Plant Society of Texas is eligible for membership in the Tyler Chapter.

Section 2. Each member is entitled to one vote on any question requiring a vote of the general membership.

Section 3. Membership dues are fixed by, and are payable to the State Society.

ARTICLE IV — BOARD OF DIRECTORS

Section 1. **Duty and Definition.** The control and conduct of the chapter shall be vested in the Board of Directors. The board shall consist of the elected officers and 3 elected directors at large who are appointed by the President. These directors shall be elected for staggered two-year terms.

Section 2. **Term Limits.** No individual shall serve more than three consecutive terms in the same elected position.

Section 3. **Meetings.** The Board shall meet at least quarterly. Agenda topics shall be turned in to the President two weeks prior to the meeting. Agenda topics shall be submitted to the Secretary. A notice with the agenda of any meeting shall be posted on the website and/or mailed to chapter members at least 72 hours prior to the meeting and shall be open to the general membership.

Section 4. **Quorum.** 50% of the Board of Directors present in person or via virtual conference shall constitute a quorum. Reference herein to a majority of the board means a majority of the directors present after this quorum is met.

Section 5. **Vacancies.** A director who is absent from three consecutive meetings may be replaced by a two-thirds vote of the board. A member in good standing may be appointed to fulfill the remaining term of any vacancy by a majority vote of the board.

Section 6. **Reimbursements.** No member of the board may receive payment from the chapter for activities on behalf of the chapter. A board member may be reimbursed for out-of-pocket expenses as approved by a majority of the board.

ARTICLE V — OFFICERS

The officers of the Tyler Chapter are President, Vice President, Secretary, and Treasurer.

Section 1. **President**

A. The President shall preside at the general meetings and at the board meetings.

B. The President shall nominate all committee chairpersons, directors at large, and Nominating Committee who shall serve upon approval by the majority of the Board.

C. The President shall appoint a Nominating Committee chairperson who shall select two chapter members to serve as the nominating committee.

D. The President shall cast the chapter vote at the State quarterly meetings. If the President cannot attend, the President is responsible for authorizing the Vice President or other Board member to attend and cast the chapter vote.

E. The President is responsible for the chapter "Year in Review" report to be sent to the State Society.

Section 2. **Vice President**

A. The Vice President shall exercise the function of the President during any absences of the President and may be assigned other duties by the President.

B. The Vice President shall act as the Program Chairperson, organizing and scheduling the program meeting date, time, venue, speaker, and presentation topics.

Section 3. Secretary

A. The Secretary shall record the proceedings of agendas and meetings as well as special events and shall be responsible for necessary correspondence.

B. The Secretary shall keep a roster of the names of all chapter members along with their preferred contact information.

C. The Secretary shall keep a copy of the Bylaws and record the date of any changes that are made. A copy of the current Bylaws should be available at all times and be passed on to the new Secretary when elected.

Section 4. Treasurer

A. The Treasurer shall keep a correct account of receipts and disbursements and render a financial statement to the State Society quarterly and to the Board when it meets. Special reports may occasionally be requested by the Board, President, or State Society. The Treasurer will provide any member a copy of the financial statement within a reasonable time period, upon request.

B. The Treasurer, with the assistance of the President, shall open a single bank account. Both the Treasurer and President are to be listed on the account. All Chapter money shall be kept in the account.

C. Only the Treasurer's signature will be needed to disperse funds approved by the board with the exception of amounts over one hundred dollars ($100), in which case the signature of the President shall also be required.

D. In the event that the Treasurer is temporarily unable to fulfill their duties, the President shall be authorized to sign all checks. If the Treasurer is incapacitated for longer than 30 days, that individual can be removed and replaced at the discretion of a majority of the board.

ARTICLE VI — NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee

A. The Nominating Committee is appointed by the President and may consist of any chapter members, including members that are being nominated. A notice shall be published to all Chapter members approximately 60 days prior to the elections to solicit nominations to fill each of the 4 elected positions. Chapter members may nominate themselves. The notice will include a submission deadline for nominations, approximately 45 days before the elections. The

nominations should be submitted to the President, Secretary, or chairperson of the Nominating Committee.

B. The Nominating Committee shall present a slate of officers and directors at large at a general meeting at least thirty days (30) prior to elections. This slate may contain one or more names for each office.

C. At the same general meeting, the President shall ask for further nominations from the floor, after receipt of which the nominations shall be closed.

Section 2. Elections.

A. Elections shall be held at the third general meeting of the calendar year, and may be by ballot if there is more than one nominee for any office.

B. The elected officers shall be installed and take office immediately.

ARTICLE VII — COMMITTEES

Section 1. Standing Committees of the Tyler Chapter shall be:

A. Communications and Outreach Committee is a group of members who report to the President and is responsible for publishing pertinent information to the general public about the chapter (to include social media posts).

B. Membership Committee consists of members who report to the Secretary and is responsible for welcoming and signing in members and guests during the monthly program meeting. In addition, Membership Committee members are responsible for the ordering of and distribution of member name tags.

C. The Program Committee consists of members who report to the Vice President and is responsible for developing and setting into action the monthly education meetings held for members and guests.

D. Charter Committee members are a specific set group of chapter members who originally developed the Tyler Chapter and may act as “elders” of the chapter.

E. The Education and Outreach Committee consists of a group of members who report to the President and are responsible for seeking out opportunities to educate and promote the mission of the Native Plant Society.

F. Any other committee the Board finds necessary to the operation of the chapter.

Section 2. The elected Directors at Large shall chair a standing committee of their choice. Any conflict shall be resolved by a majority of the board.

Section 3. The President has the authority to appoint chairpersons of committees other than those chaired by a Director at Large. Whenever possible, the President should solicit volunteers and nominations from the entire Chapter membership to populate each committee before making appointments. The routine solicitation of nominations from all of the Chapter members enables participation of individuals who might not be well known to the President.

ARTICLE VIII – RECORDS

Section 1. It is important to have records available on the digital drive shared by the Board of Directors to maintain continuity in the operation of the Chapter. The Native Plant Society of Texas recommends utilizing a Google Drive or Drop Box.

Section 2. Records are maintained on a common shared digital drive, selected by the Board of Directors.

Section 3. Each director and committee chairperson shall deliver the records of office or committee to the successor upon expiration of the term of office or the termination of duties for any reason.

Section 4. The Native Plant Society of Texas prefers each chapter to utilize QuickBooks for financial record keeping. On a monthly basis, after reconciliation, financial records are uploaded to the State Treasurer.

ARTICLE IX — AMENDMENTS TO BYLAWS

These Bylaws may be amended by a two-thirds vote of members present and voting at a general meeting after notice of the proposed changes has been presented to the membership at least thirty (30) days in advance.

ARTICLE X — COMPLIANCE WITH STATE BYLAWS

The Chapter shall work in accord with the Native Plant Society of Texas and comply with the State Society Bylaws.

ARTICLE XI — DISSOLUTION OF THE CHAPTER

In order to dissolve the Tyler Chapter of the Native Plant Society of Texas, a resolution should be prepared, such as: "Resolved, that the Tyler Chapter be dissolved as of the date of _____." This resolution may be preceded by a preamble setting forth the reasons for the dissolution. It is, in effect, a motion to rescind the Bylaws, and, therefore, requires the same notice and vote to amend them. The required notice should be sent by email to all members of record thirty (30) days before a vote is taken. In the event that the Chapter is dissolved, the Chapter Treasurer shall pay all outstanding bills and any other expenses of the Chapter and turn all remaining money over to the State Treasurer of the Native Plant Society of Texas. The Chapter Treasurer shall place a receipt for this money in his/her files and place a copy of the receipt in the Secretary's notebook.

The foregoing Bylaws were adopted by a majority of the then current membership on January 13, 2025.

Affirmed by the Board of Directors on January 13, 2025, after the vote was reviewed by Kimberly Smith, Secretary.