ARTICLE I. Name

The name of this society shall be the Native Plant Society of Texas, Williamson County Chapter. The preferred abbreviation is NPSOT-Wilco.

ARTICLE II. Purpose

The purpose of the Williamson County Chapter shall be 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 – Eligibility. Any person, family, or group who is a member of the Native Plant Society of Texas is eligible for membership in the Williamson County 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. A person or group is a member in good standing only if dues are current as determined by the State Office.

Section 3 – Voting. On any question requiring a vote of the general membership of the Chapter, each person or organization shall be entitled to one vote, and each couple/family shall be entitled to two votes.

Section 4 - Voting Eligibility. Voting eligibility is determined by voter being noted as dues current (Section 2 above) at the State Society office. Chapter President will advise membership of the dues current requirement in any voting situation where it will apply.

ARTICLE IV. Officers and Board

Section 1 - The officers of the Williamson County Chapter shall be President, Vice-president, Secretary, Treasurer, immediate Past President, and two at-large Directors. These officers and the Chairpersons of Standing Committees shall be known as the Board.

Section 2 - Each officer except the Past President shall be elected by the membership for a one-year term and serve until a successor is seated.

Section 3 - The Past President will serve until replaced by a new Past President.

Section 4 - Chairpersons are appointed by the President, serve for a one-year term, and may be reappointed at the discretion of a succeeding president.
Section 5 – Duties of Officers. The officers shall perform the duties prescribed both by these bylaws and by the parliamentary authority adopted by the Chapter, where applicable, and the duties shall specifically include:

A. President
1) The President shall represent the Chapter to the general public.
2) Shall preside at Chapter meetings and at Board meetings.
3) Shall represent the Chapter as a voting member of the State Board, or designate another representative, and shall serve as liaison for the Chapter to the State Board.
4) Shall coordinate the development of an annual budget for Chapter expenditures.
5) Shall submit the chapter’s annual report due at the end of August to the State Office.
6) Shall be an ex-officio member of all committees except the Nominating Committee.

B. Vice-President
1) Shall perform the duties of the President during absences of the President.
2) Shall act as President in the event that position becomes vacant, until it is filled by vote of the general membership of the Chapter.
3) Shall perform other duties as assigned by the president or the Board.

C. Secretary
1) The Secretary shall record the proceedings of Board meetings and of Chapter meetings and activities.
2) Shall maintain the Chapter Bylaws, record all changes, and make them available to the general membership of the Chapter by posting on the chapter website.

D. Treasurer
1) The Treasurer shall keep a correct account of receipts and disbursements to support the annual budgeting process.
2) Shall render financial reports to the State Society on a quarterly basis, to the Chapter Board when it meets, and to the general membership of the Chapter when it meets.

E. Past President
1) Provides continuity to the board and provides historical knowledge regarding board decisions made during their presidency.
2) Shall be the Chairman of the Nominating Committee and recruits the members for the committee. In the event the Immediate Past President is unable to serve, then the President shall appoint the chair of the Nominating Committee.
3) Is authorized to sign checks presented to them by the Treasurer.
F. Directors

1) The Directors shall perform duties as assigned by the President or by the Board of Directors.

Section 6 – Nomination Procedure

A. The Board shall appoint a Nominating Committee consisting of three or more members. Nominations including any vacancies shall be announced at the June general meeting. Board nominations will be published on the Chapter website and blog at least two weeks prior to the election meeting.

B. The president will call for any additional nominations at the July meeting prior to holding the election.

C. All nominees must have agreed in advance to serve if elected.

Section 7 – Election Procedure; Term of Office

A. Elections shall be held at the July general meeting, and the voting method shall be by voice if there is only one nominee for each office. If there is more than one nominee for any office, voting shall be by written ballot.

B. Officers shall be elected to serve for one year or until their successors are elected, and their term of office shall begin in September following the elections.

Section 8 – Office-Holding Limitations

No elected officer shall hold more than one office at a time, and no officer shall be eligible to serve more than two consecutive terms in the same office.

Section 9 – Vacancy in Office

A vacancy in an elected office may be filled by vote of the general membership of the Chapter. Except as provided in Article IV, Section 5-B (2) of these Bylaws, the Board may fill a vacant position on an interim basis as it deems necessary to carry on the work of the Chapter.

ARTICLE V. General Meetings

The Board shall decide the date, time and place of meetings and notify the membership at least seven (7) days prior to each meeting.

ARTICLE VI. Board Meetings

Section 1 - The President shall determine the date, time and place, and agenda of Board meetings. Board meetings shall be held as needed to conduct the day-to-day business of the Chapter. Special Board meetings may be called by two-thirds (2/3) majority of the Board. Board members shall be notified by any convenient means at least seven (7) days prior to each regular or special meeting.

Section 2 - A quorum shall consist of a simple majority of filled offices and Board positions.
Article VII. Parliamentary Authority

The rules contained in the current edition of *Robert’s Rules of Order, Newly Revised*, shall govern the Chapter in all cases where they are applicable, provided that they do not conflict with these Bylaws, the State Society Bylaws, or any special rules of order that the Chapter or State Society may adopt.

ARTICLE VIII. Amendment of Bylaws

These Bylaws may be amended by a two-thirds vote of members present and voting at a general or special meeting of the Chapter, provided that the amendment has been submitted to the membership in writing at least thirty days in advance.

ARTICLE IX. Suspension of Bylaws

These Bylaws or sections thereof may be temporarily suspended under special circumstances by a two-thirds vote of members present and voting at a general or special meeting of the Chapter, provided that the suspension has been submitted to the membership in writing at least thirty days in advance.

ARTICLE X. Dissolution

To dissolve the Chapter, a resolution should be prepared, such as “Resolved, that the Williamson County 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 Bylaws, and therefore requires the same notice and vote as set forth in Article IX – Amendment of “Bylaws.

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 funds over to the State Society. The Treasurer shall place a receipt for this money in his/her files and place a copy of the receipt in the minutes which shall, with all other files, be sent to the State Society.

Amended:

- March 14, 2013 – Bylaws approved by Chapter Membership
- December 12, 2019 – Updated to add Past President duties. Approved by Chapter Membership.