



July Management Committee Meeting

DRAFT Minutes

Friday, July 14, 2023

Participants:

Management Committee Members:

April Croxton, Cecil Jennings, Miguel Garcia Bermudez, Gary Whelan, Leanne Roulson, Eric Fetherman, Julie Carter, Susan Cushman, Heather Stewart, Anthony Overton, Randy Shultz (Constitutional Consultant, non-voting), Doug Austen (Executive Director, non-voting)

AFS Staff: Dan Cassidy, Kelly Kotche, Lauren Maza, Laura Hendee, Jenna Hanks

Key Tasks:

1. Move votes for Management Committee Proxy and Development Committee to the AFS Governing Board for consideration. If approved, these will be presented to the membership at the Business meeting in Grand Rapids.

Minutes of the Meeting:

1. **Welcome/Determination of Quorum** - April Croxton and Randy Schultz. Quorum established (Schultz) and meeting called to order by Croxton at 1:04 p.m. EDT.
2. **Approval of Agenda**- April Croxton moved the officer reports to the end of the meeting to allow more time for other issues to be addressed. Agenda approved by unanimous consent.
3. **Review of June 9, 2023, Management Committee minutes** – Reviewed status of tasks identified at recent MC meetings. Minutes of June meeting approved with minor spelling errors to be corrected. Moved for approval by Whelan, 2nd by Roulson.
4. **Constitutional Consultant Report** - Randy Schultz
 - a. **Revision to Fellows Language** (review of proposed changes by Leanne Roulson; Attachment A) – Proposed modifications to the language proposed by the Fellows Committee in response to survey results and desire to increase the nominee pool to reflect a more diverse representation of AFS members. These changes were adopted to clarify criteria for selection and ensure that the candidates fully reflect the diversity of AFS membership. This was also based on a 2021 survey of all AFS Fellows to better understand the intent of the award.

Key points:

- i. The committee was expanded from 6 to 10 members.
- ii. There is no automatic carry-over of unsuccessful nominees from one year to the next.

- iii. Fellows must be regular AFS member for at least 5 years.
- iv. Nominees are compared against criteria and not against other nominees.
- v. Demonstrated excellence should be shown in at least one of key areas but do not have to have shown excellence in multiple areas.
- vi. Nomination package standardized to be cover letter, support letters, and CV (not required). Can submit no more than three additional documents in addition to the cover letter.

Moved for approval by Gary Whelan (no second needed since this was a recommendation from the Awards Committee).

Approved by unanimous consent.

- b. **Presidential Fisheries Conservation Award** revisions by the Past President Advisory Council (PPAC; Attachment B) – Proposed updates to the criteria for selection of award nominees. Key update was to better clarify the two award categories.

Moved for approval by Cecil Jennings (no second needed since this was a committee recommendation from the Awards Committee).

Approved by unanimous consent.

- c. **Travel guidance** – (Presented by Austen; Attachment C) – Focus of discussion during the MC meeting was on the AFS unit travel by officers. This was presented to the Governing Board at their June 28, 2023, meeting. The output of that discussion was to ask the Divisions to review this with their chapters to understand any issues or challenges and provide recommendations for improvement. The main essence of this was to formalize the travel expectations of all parties (Officers, staff, and hosting entity) for travel to ensure fairness, appropriate planning timelines, and that there is no unwarranted or unfair burden.

Discussion: Susan Cushman noted that she reviewed this with the Northeastern Division leadership and that no opposition was presented.

Moved for approval by Gary Whelan, 2nd by Susan Cushman.

Approved by unanimous consent

- d. **Management Committee Alternate** (i.e., Proxy) Establishment – (Presented by Austen; Attachment D) – Proposed change to the AFS Rules that allows the designation of a single alternate to represent a Management Committee member. This is a proposed change to the AFS Rules which requires the approval of the majority of the membership at a business meeting or through an electronic vote of all members. This could be done at the AFS Business meeting in Grand Rapids. Key points:
 - i. The revised language was based upon comments from MC members and former AFS President and Constitutional Consultant John Boreman.
 - ii. The proxy would be defined at the start of the AFS year and be the same person throughout the entire year.

- iii. It was noted during the GB discussion that this does support expanded leadership by adding others to the MC discussions.
- iv. It is encouraged that the proxy participates in as many MC meetings as possible. When the MC member and the proxy are both in attendance, the single vote resides with the member.
- v. There is no mandate for proxy establishment and proxies cannot be established for officers.

Moved by Gary Whelan, 2nd by Leanne Roulson. (to be addressed at the AFS Governing Board meeting in Grand Rapids. If passed by the GB, it will be put to the members at the Business meeting.

Approved by unanimous consent

- e. **Addition of a Development Committee to the AFS Rules and Procedures** (Presented by Jenna Hanks (AFS Development Director, Attachment E) – The Development Committee has been a Special Committee established by the AFS President and recently active but is now being asked to be fully established by the Development Director . The need for fully establishing and permanently supporting this committee has been recognized as important for AFS to meet its funding goals. The proposed language would be the basis for a Governing Board review and approval that would then go to the AFS Membership as a Rules change. Key points:
 - i. Members would be asked to serve two-year terms.
 - ii. This is not as much a fundraising committee but more positioned to help identify key entities and specific people for AFS to approach for support.
 - iii. There are no people currently on the Special Committee so this will need to be built from scratch. We will seek a very diverse group of people from various employment backgrounds to help identify contacts.
 - iv. It was noted that filling committees has been a challenge, and this will be no different. We will need to rely upon the Governing Board, Past Presidents, and all Units to assist in finding good people for this committee.
 - v. It was noted that the people sought for this committee will not be asked to make “cold calls” seeking funding, but rather provide guidance and contacts for AFS staff to contact.

Moved by Leanne Roulson, 2nd by Gary Whelan. (To be addressed at the AFS Governing Board meeting in Grand Rapids. If passed by the GB, it will be put to the members at the Business meeting.

Approved by unanimous consent.

- f. **Approve proposed bylaw change of the Auburn University Subunit of the Alabama Chapter** of the American Fisheries Society. (Attachment F)

Background: The proposed bylaws were reviewed by the Constitutional Consultant and deemed consistent with the AFS Constitution and Rules.

Notable change is to article II of the Auburn University bylaws (section 3) to meet Auburn’s diversity and inclusivity guidelines. This addresses changes required in order to re-register

as a student organization.

Moved by Heather Stewart; 2nd by Susan Cushman. Approved by unanimous consent.

5. Executive Director and Other AFS staff reports

- a. Proposed workshop on Professional Development and potential use of the Gerking Fund (Attachment G).

Background: It was previously noted that the Gerking fund, specifically targeting the support of professional development, has not been utilized. AFS recently authorized a change in the name of the Continuing Education Committee to the Professional Development Committee and expanded responsibilities of the committee. As a result, these funds are now being proposed to be used to help advance the programming of the committee by developing a targeted workshop to craft a new plan for professional development throughout AFS. This workshop will be modeled after the highly successful workshops developed for the AFS journals program. AFS will be using the same facilitation team and reach out broadly to key partners, internal experts, and others to participate in the workshop. It was suggested that we could do a survey or somehow use the Grand Rapids meeting to collect ideas for professional development courses. Selection of people to participate in the workshop (approximately 25) will be carefully identified to represent both providers and clients/constituencies.

Moved by Gary Whelan; 2nd by Cecil Jennings. Approved by unanimous consent.

- b. Financial update (Dan Cassidy; Attachment H). Key points include:
- i. Through April 2023, total assets are trending higher. Investment appreciation has been \$156,000 to date in the calendar year. Comparisons with 2022 are inappropriate due to the large infusion of cash from the JASM meeting
 - ii. Membership income is higher (despite slightly lower membership numbers), books sales are higher, and job board income is up. Expenses in several categories have declined.
 - iii. AFS has paid off its bank credit line so is debt-free.
 - iv. AFS has applied for the federal Employee Retention Credit of approximately \$340,000 and expects to see those funds in the next several months.
 - v. Cash position is relatively healthy, but this reflects receipts from the Grand Rapids meetings. It was noted that this does reflect substantial registration and other funds for the Grand Rapids meeting.
 - vi. A full Latin American and Caribbean Fisheries Congress report is being prepared. Draft results suggest that expenses may exceed income by about \$158,000.
 - vii. Program Reviews, as specified in the AFS Procedures for financial planning, have been proceeding with development. Books and Hutton program reviews are being finalized and will be presented to the Financial Planning and Procedures Committee.
 - viii. Draft audit report showed a 2022 net operating income of \$490,000. However, when the investment accounts are included, there was a net loss of \$496,000 due to poor 2022 market performance.
 - ix. AFS continues to pursue the building sale through working with the HOA to finalize terms acceptable for rezoning and easement establishment. This has been slow and

frustrating and the path forward is uncertain.

- c. Membership report (Kelly Kotche) – to be emailed to the MC members after the meeting.
 - i. Membership numbers have improved but we are still slightly lower than 2022 (260 individuals or about 4.5%).
 - ii. The goal for 2024 is to approach our 2019 (pre-pandemic numbers).
 - iii. Currently AFS has about 6,500 members, including Life members.
 - iv. This fall we will start a much more aggressive membership campaign prior to the holiday season.
 - v. Membership survey review webinar to be presented on Wednesday, August 2.

6. Additional Topics and New Business

- a. MC meeting schedule for August 2023
- b. Review of MC and GB plans for Grand Rapids
- c. Unit Leaders Reception is set for Monday night 7:30 p.m. in Grand Suite. Please share the invitation with your chapter leaders who will be in Grand Rapids (or their surrogate).
- d. Other items as appropriate

7. Officers Reports were deferred due to time.

8. Adjournment at about 2:30 p.m.

Attachment A – Revision to AFS Fellows Program

Proposed Updates to Fellows Language

Fellows Selection Committee

Purpose:

To evaluate the nominations of individuals submitted for consideration as AFS Fellows and to elect the most deserving nominees.

Composition:

Six to ten members serving staggered two-year terms. Members ~~are~~ AFS Fellows who are also ~~regular-current~~ AFS members (defined as a ~~non-student~~, dues-paying member or Life Member) and who have not served on the Fellows Selection Committee in the preceding five years.

~~Each year three new Committee members will be appointed by the Awards-current AFS Fellows Committee from among those who are eligible, and the committee will select Awards Committee chair will designate one of the continuing members as chair. The Fellows chair will update the Awards Committee chairs on their selection per the schedule for committee updates (See the section on the Awards Committee for this schedule).~~

Duties:

To evaluate nominees, to identify and recommend the selection of the new AFS Fellows each year, and to assure that the rules and procedures for nomination are clear.

Operational Guidelines:

Committee business will generally be completed via email and other electronic communications platforms.

The chair should provide feedback on where the committee found a nomination lacking to nominators if their nominee is not selected.

Fellows Committee members are required to disclose potential conflicts of interest (e.g., former mentors/mentees, collaborators/coauthors, relevant personal relationships, etc.) during evaluation of nominees, and recuse themselves accordingly.

Eligibility criteria for nomination as an AFS Fellow are as follows:

- Any current ~~regular~~ member of AFS who has been a ~~regular~~ member of AFS for at least five (5) typically consecutive years is eligible to be nominated to be an AFS Fellow. For these purposes, a ~~regular~~ member is defined as a ~~non-student~~, dues-paying member or Life Member, but does not include Student or Early-Career membership levels.
- A nominee is expected to have been a member of the profession for at least fifteen (15) years (i.e., not attending a degree program full-time). This may be measured as time since the Bachelor or an advanced PhD degree. The committee is encouraged to consider the

nominee's career path in assessing time in the profession., but in cases where the PhD degree is not the terminal degree, it can be interpreted as after attaining the terminal degree.

Selection criteria for an AFS Fellow are as follows:

- Demonstrated excellence of contributions to at least one ~~or several~~ of the following areas: (1) research and discovery, (2) communication and outreach, (3) education and pedagogy, (43) application of fisheries science to management and/or policy, (54) leadership and/or advancement of the profession.
- The committee is encouraged to encompass all aspects of leadership and advancement of the profession in their assessment of nominees (e.g., fostering diversity, equity, and inclusion in the fisheries profession, leadership within and outside of AFS, or management of shared fisheries resources.
- Each nominee is to be evaluated individually against the criteria of demonstrated excellence rather than in comparison to other nominees.
- AFS Presidents ~~will~~ automatically become Fellows upon their procession to Past President, if they are not Fellows already.

Attachment B – Presidential Fishery Conservation Award Revision

(submitted by the Past Presidents Advisory Council)

ORIGINAL VERSION

President's Fishery Conservation Award

Background: This award, established in 1995, is presented in two categories: (1) an AFS member or unit, and (2) a non-AFS individual or entity, for singular accomplishments or long-term contributions that advance aquatic resource conservation at a regional or local level (as opposed to the Ricker and Sully awards' focus on national or international accomplishments). The award consists of a plaque.

APPROVED REVISION ON PPAC VOTE

President's Fishery Conservation Award

Background: This award, established in 1995, is presented in two categories: (1) an AFS member or unit, and (2) a non-AFS individual or entity, for singular accomplishments or long-term contributions that advance aquatic resource conservation at a regional or local level (as opposed to the Ricker and Sully awards' focus on national or international accomplishments). **Nominees in the non-AFS individual category clearly should not be fish or fishery biologists (who should be AFS members).** **Eligible organizations are not AFS entities but may include AFS members and non-AFS members.** The award consists of a plaque.

Attachment C – Joint Travel Support for AFS Officers and Staff

Proposed Revisions to Policy on Joint Travel Support for AFS Officers and Staff at Division and Chapter meetings.

Issue and Background:

Travel by officers and AFS staff to Division and Chapter meetings is an essential part of conducting AFS business. The involvement, awareness, and relationships built through these visits enhances AFS activities and leads to a better society. Current policy (see below) states that the President or their designee should be visiting all Division meetings. Travel support is shared between the officer (AFS provides travel and meals) and the host division (provides lodging and registration). No current policy exists for participation in Division and Chapter meetings by AFS staff. Participation in these meetings by staff is an important part of conducting AFS business and AFS should encourage this where possible and cost-effective. It is proposed below that a modified shared support model be developed for appropriate and mutually agreed AFS staff participation in these meetings. The proposal is that AFS staff (including the Executive Director) cover all travel costs (including lodging) and the host organization simply waive registration costs.

Proposed Motion for Modification to AFS Procedures:

(removal of text is indicated by strike-outs and additions are highlighted in red and underlined)

Travel Policy Procedures for Society Officers

There is an expectation that Society Officers will participate in key events that are central to the function of the Society. It is also expected that Officers will use funding available to them from employers or other entities, if available, before requesting Society funds for covering travel expenses associated with the events. However, there are cases where an Officer cannot justify using funds other than those provided by the Society to cover travel costs. For example, one of the roles of the President is to represent the Society at a number of international meetings; these costs need to be covered by the Society and the host society as defined in international partnership agreements.

Annual travel planning process: Each Officer will submit a proposed travel plan by October 1 for the next calendar year. The plan will specify event, location, dates, and estimated travel costs for which Society funds will be requested. Travel costs allowed will not exceed those under the federal system. The Executive Director will compile all requests and work with the Officers to accommodate the requests.

Other considerations in Society travel planning include:

1. Travel by the Society President associated with the annual meeting at which ~~she~~ they will preside will be included in the annual meeting budget.

2. For the annual meetings, it is anticipated that most Officers can cover most or some of the expenses of attending the regular meeting. Exceptions will be Officers who do not have other funding (e.g., those retired or for whom their employer has denied support).
3. The Society will fund transportation, meal reimbursement, and other incidental expenses to the international and Division meetings for the President or their designated representative, but the host Division and international society will fund lodging and registration.
4. ~~Officers will be provided a prepaid credit card to cover requested support, and~~ The Society can purchase flights for those who cannot receive cash reimbursement or otherwise are unable to purchase their own flights. Officers are not allowed to exceed the amount approved by the Executive Director in their travel plans. Maximum meal coverage will be equivalent to the federal per diem rate.
5. Other meetings will be considered in light of the overall travel budget with preference given to those that either provide partial support or are determined by the Society President to add the greatest value to the advancement of the Society mission.
6. *Officer travel to units should address time frame and expectations.*

Expected travel: The following meetings/events are defined as part of the core expectation for participation by the Officers. Additional meetings are considered as per the guidance above.

President: Annual meeting, mid-year meeting (if held), Bethesda fall meeting, Division meetings, international meetings as defined in approved partnership agreements (e.g., Australian Society for Fish Biology, China Society of Fisheries, Korean Society of Fisheries and Aquatic Science, Japanese Society of Fisheries Science, Fisheries Society of the British Isles, Brazilian Society of Ichthyology in odd-numbered years).

Immediate Past-president: Annual meeting, Bethesda fall meeting, mid-year meeting (if held), and face-to-face Society staff interviews. If possible, the Immediate Past-president will conduct the staff interviews during the fall meeting in Bethesda. ~~She~~ They may represent the Society at meetings if the President is unable to do so.

President-elect, First Vice-president and Second Vice-president: Annual meeting, Bethesda fall meeting, mid-year meeting (if held). These Officers may represent the Society at meetings if the President is unable to do so.

Incoming Second Vice-president: Annual meeting at which ~~she~~ they will assume office.

Staff Travel to Unit Meetings

Annually, staff will review the unit meeting calendar to determine if participation in any such meeting will be advantageous in supporting AFS activities. If so, staff will contact the responsible chapter or division president to request an invitation to participate. If agreeable, the AFS staff will provide all travel, lodging and meals and the hosting unit will provide registration. Alternatively, if a unit specifically requests staff participation in their meeting to make a presentation, to participate in a panel, or otherwise materially add specific content to the meeting, the AFS staff will provide travel to the event and cover costs of meals not provided as part of the event and the host unit will provide registration and lodging.

Attachment D – Establishment of Alternates (Proxies) for the Management Committee

(Version July 10, 2023)

Issue:

The challenge of scheduling of Management Committee (MC) meetings has become increasingly difficult with some members simply unable to be able to participate due to unanticipated work schedules and other events. This has resulted in challenges in obtaining a quorum for voting and lack of representation of key AFS groups on the MC. Currently, MC members are not allowed to establish an alternate representative (proxy), but this is allowed for Governing Board members. In order to enhance representation and participation, it is proposed that AFS should consider allowing MC members to establish proxies when they cannot participate in an MC meeting.

Background:

The AFS Rules do not include any language about alternates (or proxies with these terms used interchangeably) for MC members, whereas AFS Rules are explicit about the establishment of alternates for GB members.

AFS Rules, Section 4.c.

Except for Society officers, voting members of the Governing Board may be represented at a Governing Board meeting by any past-president or a current elected officer of their respective unit, provided such alternates are designated in writing to the Executive Director before the meeting. Alternates have full voting powers, but may not be contemporary members of the Governing Board, and may represent only one voting member at each meeting.

A change in the AFS Rules to allow alternates for MC members would require approval of the MC and GB and then a vote of the membership.

The history of allowing proxies for the GB and not for the MC was to develop a more consistent and knowledgeable committee due to the fiduciary role of the MC and other actions that would require more regular participation in discussion. The regular presence of members would enhance their understanding of the issues and result in more informed decisions. This may be true but can also be addressed through additional measures as discussed and proposed.

Proposed Motion:

The AFS Management Committee recommend that the AFS Governing Board approve revisions to the AFS Rules as provided below (a new subsection inserted after the current 5.b) and to submit the revision to the AFS membership for a vote at the AFS Business meeting in Grand Rapids.

Language in **Red** below is from the midyear Governing Board meeting. It has been modified to address comments and concerns with the proposed language below in **Blue**

~~***5.c. Except for Society officers, voting members of the Management Committee may be represented at a Management Committee meeting by a single past-president or a current elected officer of their respective unit, provided such alternates are designated in writing to the Executive Director prior to the first Management Committee meeting after the AFS annual meeting. Alternates have full voting powers, but may not be contemporary members of the Governing Board, and may represent only***~~

one voting member at each meeting. Alternates are encouraged to attend all Management Committee meetings but only one vote is allowed for each unit.

5.c. Except for Society officers, voting members of the Management Committee may establish a single alternate to represent them at Management Committee meetings when they are unable to participate. The alternate must be a current elected officer of the members' respective unit (Past President, President Elect or similar level of leadership) and not a current member of the Management Committee. The single alternate must be designated in writing to the Executive Director prior to the first Management Committee meeting after the AFS annual meeting. When the primary representative to the Management Committee is unable to participate, the alternate has full voting privileges.

A couple of notes of explanation:

The MC is made up of 13 people: 5 officers, 4 from Divisions, and 4 from the GB (Sections and Divisions). The 4 additional members from the GB can be from Sections and Divisions that have representatives currently on the Governing Board. There is nothing that precludes a Division from having two people on the MC (e.g., the WD currently has two representatives). When that does occur, both have full voting privileges.

- The proposed language clearly allows the designation of one alternate for each MC member, other than AFS officers. Further, the alternate persists for the entire year and must be designated before the first MC meeting of the year.
- This language is a bit squishy on the leadership level of the alternate in the unit (Past President, President Elect or similar level of leadership). I'm suggesting that it has to be in the leadership line, not the secretary or treasurer, but someone who was president or will become president.
- By also stating that the alternate cannot be a current member of the MC, this prevents Laurie from designating Eric as her alternate and the issue of Eric getting two votes (one as a member and one as an alternate).
- With the last sentence, I tried to clearly establish that there is only one vote per entity on the MC and that is held either by the primary representative or their alternate.

Notes from Boston GB Meeting and related emails

Proposed motion: Move that the AFS Governing Board approve a change to the AFS Rules and submit to the AFS membership a vote on the following addition to Section 5 as a new subsection inserted after the current 5.b

5.b. Except for Society officers, voting members of the Management Committee may be represented at a Management Committee meeting by a single past-president or a current elected officer of their respective unit, provided such alternates are designated in writing to the Executive Director prior to the first Management Committee meeting after the AFS annual meeting. Alternates have full voting powers, but may not be contemporary members of the Governing Board, and may represent only one voting member at each meeting. Alternates are encouraged to attend all Management Committee meetings but only one vote is allowed for each unit.

a. Motion by Gary Whelan, 2nd by Joe Margraf.

Question and Discussion:

- i.** When does the change go into effect? If passed by the membership, will it need to wait until the next annual meeting for it to go into effect. As written, this would be the situation. An amendment could be entertained that would provide for the language to go into effect and proxies be allowed as soon as it is approved by the membership.
- ii.** If a Division has a President and President Elect on the Management Committee, would each person still receive a single vote. The second representative would have to be selected as a Management Committee representative from the Governing Board since the AFS Rules only provide for a single automatic representative from each Division. In this case, both members would retain their vote. However, each could designate a proxy based upon the proposed new Rule.
- iii.** Student and Early Career Professionals (SECP) do not have a vote on the Governing Board or the Management Committee. To address this, it was suggested that providing SECP a vote, such as through a proxy designation, would be one option to consider.
- iv.** The Management Committee has not allowed proxies because the continuity of the discussions was thought to be important, particularly with regard to financial issues. If an alternative (proxy) was allowed, there is a concern that the person would not have sufficient knowledge of the topics without regular attendance. To address this, if a MC member designates a proxy, they should be expected to participate as frequently as possible.
- v.** It is important to have people on the MC who are highly familiar with Society and MC issues rather than to expand representation across the AFS Sections. Knowledge and continuity of discussions is more important than having all units to be represented.
- vi.** Dan Mosier proposed an amendment to the motion to allow the establishment of proxies to be authorized immediately upon approval of the motion. This was not provided a 2nd. Substantial additional discussion ensued that provided a series of potential options for consideration. Additional amendment language was also suggested but never moved to the point of receiving a second.
- vii.** It was suggested that this issue has become more complicated than anticipated and would benefit from more discussion prior to an attempt to finalize the language. Constitutional Consultant Randy Schultz recommended that we vote negative on the motion and remand it to the Management Committee for further discussion and clarification of the language. The MC can then move approved language to the Governing Board for future consideration.
- viii.** The motion was not approved, and it will be sent to the MC for further discussion.

Email on 1/31/2023 from Past President and former Constitutional Consultant John Boreman

Doug

Thanks for the minutes. Regarding proxies for MC members, the GB and EXCOM were against the idea when the MC was first established in its current form during Bill Fisher's administration (2012). I still am. The issue is "learning curve." Since the MC deals down in the weeds for budget, operations, and policy issues, we decided (at the time) that proxies would likely need to be brought up to speed on issues being discussed, which would be a waste of valuable MC time. Proxies would also lack the benefit of being privy to prior MC discussions on the issues.

-jb

Attachment E – Establishment of the Development Committee as an AFS Standing Committee

Development Committee Proposal

Last edited: July 31, 2023

Purposes, Composition, and Duties of Development Committee

Purpose:

The Development Committee is appointed by and responsible to the Management Committee of AFS to assume the primary responsibility for guiding and executing fundraising efforts. The committee works with the staff to develop and execute the organization's fund development plan and goals. The committee will help educate and inform members about resources needed to realize the organization's mission. The committee will aid the organization in identifying, cultivating, and approaching donors as well as identifying alternative sources of revenue for other organizational commitments.

Composition:

Appointments of the Chair and members of the Development Committee will be made annually by the President, with terms spanning a two-year period. Care should be taken to obtain broad representation in committee membership. This is important so that, to the extent possible, committee perspectives reflect that of the Society. Geographic location, professional expertise, and employment sector are primary criteria for committee balancing.

Duties:

1. In partnership with AFS Staff, develop annual fundraising plan that will generate funds in support for the organization's goals.
2. Develop a plan for engaging and involving various volunteer leaders and members to make suggestions and insights into new funding sources.
3. Investigate new fundraising projects, activities, and ideas for possible use in the future.
4. Submit regular reports to the Management Committee on the progress of fund development activities.

Operational Guidelines:

1. The committee will meet at least once per quarter.
2. The committee and/or committee chair will oversee a compilation of suggested organizations and contacts to target.
3. The committee will host and attend one annual event recognizing the donors in conjunction with the AFS Annual Meeting.
4. The committee will assist in recognizing and stewarding donors and partners, by assisting staff in outreach efforts.

Attachment F – Auburn University Bylaws Revision

Bylaws of the Auburn University Subunit of the Alabama Chapter of the American Fisheries Society 2023

Article I. Name and Objectives

1. The name of this organization shall be the Auburn University Student Subunit of the Alabama Chapter of the American Fisheries Society, hereinafter referred to as the Subunit, Chapter, and Society, respectively.
2. The objectives of the Subunit shall be those of the Society as set forth in Article I of the Constitution. Additional objectives include the encouragement of exchanging technical and regional fisheries information among student members of the Auburn University Student Subunit; help facilitate opportunities for academic and professional development and networking; and to provide field and lab experiences for current members as a way to prepare for academic advancement and/or a professional career in fisheries.
3. All activities of this Subunit shall conform to the Society's Constitution, Rules, and Procedures.

Article II. Membership

1. Membership is restricted to regularly enrolled Auburn University students, faculty, and staff.
2. Non-enrolled students, spouses, faculty, and staff may be associate members; however, they may not vote or hold office.
3. No person may be denied membership on the basis of sex (sexual orientation, gender identity, and gender expression), race, color, religion, national origin, age, disability, genetic information, or protected veteran status as outlined in the Auburn University Policy against Discrimination and Harassment.

Article III. Officers

1. The officers of the Subunit shall consist of a President, Vice President, Secretary, and Treasurer.
2. All officers must be members in good standing of the Society.
3. Officers shall be nominated no later than April 30th, and voted on by current active Subunit members. Officers shall be elected by a majority of ballots cast.

4. Terms of newly-elected officers shall change at the end of the academic year after final exams.
5. The Subunit Officers shall serve for a period of one year in each office, and shall be ineligible for re-election for a period of one year after the expiration of their term.
6. In the event of a vacated position, the Executive Committee shall appoint a qualified replacement to fill the unexpired term.
7. No elected officer or appointed committee member of the Subunit shall receive any salary or other compensation. Expenses associated with Subunit-related activities may be defrayed from funds available to the Subunit when authorized by the Executive Committee.

Article IV. Duties of Officers

1. The President shall:
 - a. Preside at all meetings;
 - b. Serve as Chair of the Executive Committee;
 - c. Appoint all committees;
 - d. Coordinate the activities of the Subunit's standing and special committees, and serve as liaison between such committees and the Executive Committee;
 - e. Represent the Subunit to the Alabama Chapter;
 - f. Conduct official correspondence for the Subunit and present reports of Subunit activities at the annual meeting; and
 - g. Make such appointments and perform other duties and functions as are authorized and necessary.
2. The Vice President shall:
 - a. Serve on the Executive Committee;
 - b. Serve as the chair of the Nominating Committee;
 - c. Serve as the chair of the Program Committee; and
 - d. Shall assume the duties of the President in the event of their inability to complete their duties or term of office.
3. The Secretary shall:
 - a. Serve on the Executive Committee;
 - b. Submit minutes taken at each meeting to all current members;
 - c. Submit minutes of the annual Subunit meeting to the President of the Alabama Chapter within 30 days after the annual Subunit meeting; and
 - d. Conduct the election.
4. The Treasurer shall:
 - a. Serve on the Executive Committee;
 - b. Disburse funds only as authorized by the Executive Committee;
 - c. Submit the year-end report for the previous fiscal year and a comparison of approved versus actual income and expenditures for the current fiscal year;
 - d. Submit a record of receipts and disbursements at the annual Alabama Chapter meeting; and

- e. Keep the official records of the Subunit, collect and be custodian of any fees or funds allotted to the Subunit by the Society.

Article V. Executive Committee

1. The Executive Committee of the Subunit shall consist of elected officers and a faculty advisor.
2. The Executive Committee is authorized to act on behalf of the Subunit between meetings.
3. A majority of voting Executive Committee members constitutes a quorum. A quorum is required for transactions of official business at an Executive Committee meeting. Executive Committee members can appoint proxies.
4. Each member of the Executive Committee shall have one vote on Executive Committee decisions. In the event of a tie, the advisor may cast the deciding vote.
5. Executive Committee meetings are called by the President and are typically held twice per year.

Article VI. Meetings and Voting

1. The Executive Committee shall hold at least one meeting annually at a time and place designated by the members of the Executive Committee. Special Executive Committee meetings may be called by the President with approval of the Executive Committee.
2. Meetings will be held once per month during the academic year, and all current members will be notified one month in advance.
3. Business and voting may be conducted via email or other electronic media (i.e. polls) if approved by the Executive Committee.
4. Decisions at meetings are by simple majority of Active Members voting, except 2/3 majorities are required in special cases such as amending the Bylaws and suspending a Rule. Other less frequently used voting requirements are described in Robert's Rules of Order.

Article VII. Subunit Committees

1. Committees and Chairs of committees, except as listed in Articles IV and V of these Bylaws, shall be appointed and charged by the President. Except for Standing Committees, these Subunit committees shall cease to function upon the discharge of the duties for which they were appointed or with the end of the term of the appointing officer.
2. Standing Committees help the President and the Executive Committee conduct the Subunit's affairs, and the chairs should report their committees' activities, findings, and recommendations at Subunit and Executive Committee meetings.

Article VIII. Dues and Fees

1. The Executive Committee shall establish annual dues subject to approval of the members voting at the April meeting.
2. The Executive Committee may assess registration fees for meetings.

Article IX. Bylaws

1. The Bylaws are the defining document for the Subunit and take precedence over all other rules and procedures of the Subunit. The Bylaws cannot be suspended and cannot be changed without adhering to the following Rules:
 - A. The Bylaws may be amended by a 2/3 majority of Active Members choosing to vote, provided that the proposed amendment(s) are circulated in writing to the membership at least 30 days prior to voting.
 - B. In accordance with the Society's Constitution, a proposed amendment shall be reviewed by the Society's Constitutional Consultant for conformity with the Constitution, Rules, and Procedures of the Society prior to Subunit vote. The Constitutional Consultant presents the adopted amendment to the Society's Management Committee for approval.
 - C. Amendments take effect when the Subunit receives written notice of their approval by the Society's Management Committee from the Society's Executive Director.

Attachment G – Funding for Professional Development Planning Workshop



Planning the future of AFS Professional Development:

A workshop format event and process to chart a new course

What: To meet the needs for re-thinking and developing a new strategy for AFS Professional Development program, AFS will host a thoughtfully designed and facilitated workshop to review past efforts, fully assess needs, work closely with other providers, and produce a strategic and operational plan to implement the program.

Why: One of the three principles of the mission of AFS is development of the fisheries professional. Currently, AFS addresses this through continuing education classes at the annual meeting while various chapters and divisions provide courses at their events. Unfortunately, these efforts are not coordinated, there is little sharing of information, there is no clearinghouse, no assessment of gaps, nor linkage with partners. AFS does not provide any sort of professional career path planning for professional development. AFS is missing opportunities to address a known need and to create a more effective business model for all AFS units.

Proposed Outputs: The workshop will result in a new vision for AFS professional development, a strategic plan at the 3-5 year time frame, a tactical implementation plan for the next 12-months through year 3, identification of key information needs, budget projections, and defined relationships with partners who provide existing, high-quality training that benefits AFS members.

Planning Steps:

1. Convene the Professional Development Committee to review this prospectus and expand to a full workshop proposal. This should include rough cost estimates. Engage in initial discussions with Ben West as workshop facilitator and to assist in the planning process. Ben West has agreed to be the facilitator of the workshop and is currently developing a proposal for AFS.
2. Identify dates and locations for workshop. Currently we are looking at late March through mid-April for the workshop. Develop initial list of potential participants. Reach out to key partners to review the proposal and seek involvement (e.g., NCTC, MAT, NCLI, etc.)
3. Present to AFS Management Committee for approval of use of Gerking Funds.
4. Identify initial information needs (e.g., membership surveys) and gaps in information.
5. Develop agenda, invite participants and complete planning.

General thoughts:

- The Workshop participants (approximately 25 total) should include such groups as: state and federal agency reps, MAT, NCTC, university (e.g., NAUFWP), private consultants, etc.

- The planning team will gather data from all past membership surveys that asked about CE needs.
- We will develop a catalogue of CE training provided by all AFS units.
- We will evaluate comparable professional societies' CE programs to develop examples and options for consideration.

Budget and Funding:

Primary funding will come from the AFS Gerking Fund. The budget will include travel support for attendees (where needed), lodging, food, facilitation, and any associated needs. We anticipate that expenses will be very similar to that of the Journals retreat which was about \$33,000 (total for all aspects include contracting, travel, venue, etc.). The Gerking Fund currently has over \$100,000 so this expense is well within the ability of the fund to support and is fully within the defined us of the fund.

Attachment H – Financial Report



MC Meeting Financial Report

July 14, 2023
By Video Meeting

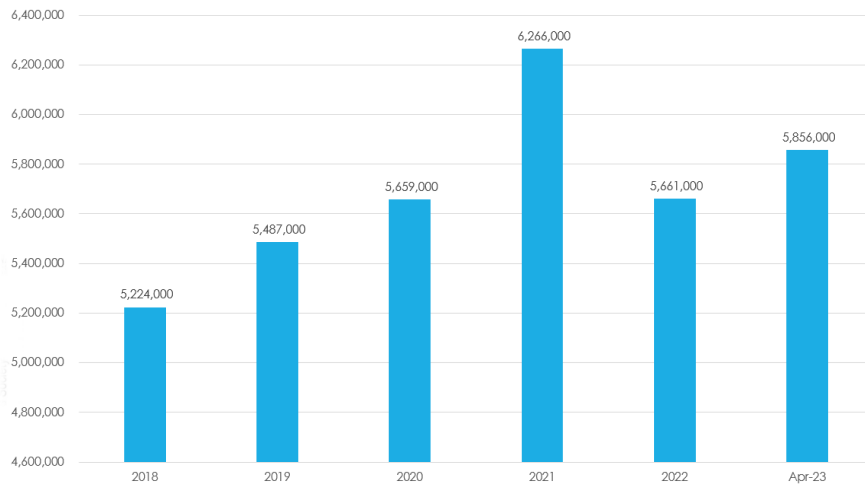
Agenda

- April 2023 Financial Results
- Banking / Cash Position
- Loose ends





Total Assets 2018 – 4/2023

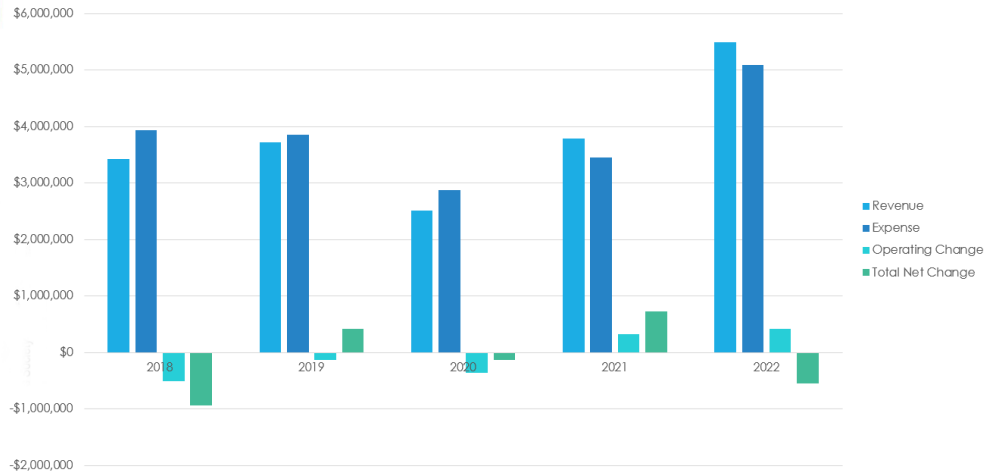


Financial Position Notes

- Assets rose \$80,000 from March 2023 and almost \$195,000 since beginning of year
- Investment appreciation +\$156,000 YTD
- Assets \$900,000 lower than this time last year, mainly from 2022 JASM receipts



Operating Results 2018 to 2022



Net Op. Results Mar 2022-23



| | Apr-23 | Apr-22 |
|-----------------------------|-------------------|--------------------|
| Beg. Net Change | \$ 528,067 | \$ 792,466 |
| Investment (gains) / losses | (156,597) | 381,488 |
| JASM Meeting (net) | 236 | (1,264,263) |
| Latin Meeting | (83,880) | - |
| Adjusted Net Change | \$ 287,826 | \$ (90,309) |



Operations Notes

- April 2023 Net results tracking ahead of 2022, after adjusting for investment changes and 1x activities (JASM)



Operations Notes

- Income activities contributing to positive variance:
 - a. membership dues income 5% higher (dues increase despite lower overall member counts)
 - b. Higher publications income overall and especially from books
 - c. Better job board income
- Expense activities contributing to positive variance:
 - a. Lower office administration
 - b. Staff costs lower by 9% (Policy consultant offsets some savings)
 - c. Lower membership database costs





Banking / Cash Position

- Paid off \$312,000 of \$350,000 bank credit line through investment withdrawal
- Bank recently approved collateral account modification, \$68,000 being transferred from Equitable this week (\$38k credit line)
- Consider repaying investments with expected \$340,000 IRS ERC refund



Banking / Cash Position

- Cash Position is \$403,000 this week
- Projection to have about \$345,000 Aug 31
- Note that cash reflects GR Meeting receipts and marginal expenses
- Staff are monitoring invoicing and collections carefully to maximize cash flow for Fall 2023





Other Items

- Staff are completing the full Latin Congress report including attendance, sponsor and exhibit results, survey, best practices / suggestions, financial results
- Draft financial results show expenses exceed income by \$158,000 before staff support



Other Items

- Work on the Program Reviews continue at the staff and committee levels
- FPPC meets July 19 and will review Books and Hutton program reviews
- 2022 draft audit results show \$490,000 net operating income and (\$496,000) after investment account changes





Office Condo / HOA

- Listing remains in Limbo pending HOA approval of easement and building use
- HOA has had this information for 12mons; finally engaged legal this spring
- Glascock was presented with their Term Sheet (listing of demands); Condo costs inc.
- Glascock counsel believes we can navigate

