

Bylaws of the
Women of Fisheries, Inc

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WOMEN OF FISHERIES, INC BY-LAWS
AS APPROVED ON JUNE 8, 2020

Article 1 – Name, Objectives, and Nature of the Organization

The name of this organization shall be the Women of Fisheries, hereinafter referred to as the Women of Fisheries.

The Women of Fisheries was founded as a Facebook group on July 26, 2018 under the original name “Being Female in Fisheries.” The name was changed on February 5, 2019 to the Women of Fisheries. On January 13, 2020, the group filed to be formally recognized under the State of Florida as a non-profit incorporation and received its Employer Identification Number of 84-4363423 on January 21, 2020. As of May 29, 2020, the Women of Fisheries represents over 1,000 women within the fisheries and aquatic sciences field across the globe.

The goal of this group is to provide a place where women in fisheries science can connect, share stories, ask questions, learn from each other, and work together to tackle some of the issues facing women in our field.

Article 2 – Board of Directors

Section 1. General Powers: The affairs of the Women of Fisheries shall be managed by majority vote of its Board of Directors.

Section 2. Number, Tenure, and Qualifications: The minimum number of Directors shall not be less than three (3). Directors shall serve for a term of three (3) years and may serve for an unlimited number of consecutive or intermittent terms.

Section 3. Board Decisions: The Board shall have control of and management of the affairs and business of the Women of Fisheries. The authority to authorize the expenditure of Women of Fisheries funds is exclusively that of the Board, although the Board may delegate that authority for specified purposes and amounts to Officers or Committees.

Section 4. Resignation and Removal: A Director may resign at any time by delivering written notice to the Board. If a Director misses three (3) consecutive Board meetings without explanation, an attempt to contact the individual (via a letter or email) will be made by the President, inquiring as to

their continued interest in serving as a Director. If there is no response to this inquiry, and the Director misses one (1) additional meeting without explanation, the individual may be removed through majority vote of the remaining Directors.

Section 5. Vacancies: Any unplanned vacancy occurring in the Board may be filled by unanimous vote of the Directors. A Director appointed to fill a vacancy shall serve for the unexpired term of the vacancy.

Section 6. Compensation: Directors shall receive no compensation for their services as Directors. The Board may authorize the reimbursement of actual and necessary reasonable expenses incurred by Directors performing duties as Directors.

Article 3 – Officers

Section 1. Officers: The Women of Fisheries shall have Officers selected within the Board of Directors, including a President, Vice President, and Secretary/Treasurer. The Board may elect such other Officers as it shall deem desirable. Officers shall have the authority and perform the duties prescribed from time to time by the Board.

Section 2. Election and Term of Office: The Officers of the Women of Fisheries shall be elected annually by the Board, and the term of office shall be one (1) year. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until the successor has been duly elected unless removed by majority vote of the Directors.

Section 3. Removal and Vacancies: Any officer elected by the Board may be removed by majority vote of the Directors whenever, in their judgment, the best interests of the Women of Fisheries would be served. A vacancy in any office because of death, resignation, removal or otherwise may be filled by a majority vote of the Directors for the unexpired portion of the term.

Section 4. Duties of Officers

Section 4.1. President: The President shall be the executive officer of the Women of Fisheries and shall have control and supervision of the affairs of the Women of Fisheries, as directed by the Board. The President shall preside

at all meetings of the Board and shall perform all duties evident to the office as prescribed by the Board.

Section 4.2. Vice President: In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform all the duties of the President, and in so acting the Vice President shall have all of the powers of the President. The Vice President shall perform all other duties as prescribed by the Board.

Section 4.3. Secretary/Treasurer: The Secretary/Treasurer shall keep the minutes of the meetings, serve notices as required by these Bylaws or law, be custodian of the Women of Fisheries records including accounting records and financial statements, be responsible for the timely filing of reports or returns required for the Women of Fisheries to obtain and maintain tax exempt status under the provision of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, receive and deposit the Women of Fisheries funds, and perform other duties as prescribed by the Board.

Article 5 – Committees

The Board may designate one or more Committees and the Chairs of Committees. The terms of office for Committee members shall end upon the discharge of the duties for which they were appointed, or by majority vote of the Board.

Section 5.1 Group Engagement Committee

The responsibilities of this Committee shall be to develop opportunities for those in the Women of Fisheries group to regularly engage in activities that connect them to the larger fisheries professional network. Example activities of this Committee include (but are not limited to): overseeing book club discussions, recruitment of monthly job postings, and promotion of outreach events.

Section 5.2. Event Planning Committee

This Committee will oversee planning of group events including arranging and developing the program for the annual meeting, implementing relevant professional development workshops, and performing other duties as

prescribed by the Board. This Committee shall also be responsible for fundraising to support any developed meetings or events.

Section 5.3. Mentor/Mentee Committee

This Committee shall provide a professional development platform to build relationships between experienced professionals and those that would like to gain from those experiences. Responsibilities include recruiting participants, assisting in making connections, and providing advice as needed to mentors or mentees.

Section 5.4. Awards and Scholarships Committee

This Committee shall be responsible for overseeing awards and scholarships including their development, selection process, and distribution. This Committee shall also be responsible for fundraising to support any financial contribution the Women of Fisheries makes towards these awards and scholarships.

Article 7 – Meetings

The Women of Fisheries shall hold at least one meeting annually at a time and place designated by the Board of Directors. Oversight of the program and agenda for the annual meeting shall be the responsibility of the Vice President.

The Board of Directors or Officers may hold monthly meetings by means of: (a) in person face-to-face interactions; or (b) conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other; or (c) other suitable electronic communications system, including videoconferencing technology or the Internet, only if the system provides access to the meeting in a manner or using a method by which each participant in the meeting can communicate concurrently with each other participant. Directors participating through such technology shall be treated as present for purposes of voting and the quorum.

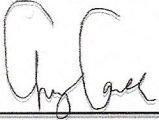
Article 8 – Voting and Quorum

A minimum of three (3) Directors shall constitute a quorum for the transaction of business at any meeting. Only Directors shall have voting privileges at Board meetings.

Article 9 – Amendment of Bylaws


These Bylaws may be altered or amended by majority vote of the Board.

Bylaws adopted by resolution of the founding Board of Directors including:

By:  Date: 06/15/2020
President

By: Kerry F. Nalia Date: 06/25/2020
Vice President

By: Kimberly Bonvechi Date: 6/26/2020
Secretary/Treasurer

By:  Date: 06/12/2020
Board Member