

MARYLAND STREAM RESTORATION ASSOCIATION, INC.  
CONSTITUTION AND BY-LAWS  
Revision #2 – 3/02/16

CONSTITUTION

NAME OF ORGANIZATION: The name of this organization shall be The Maryland Stream Restoration Association (MSRA). [www.marylandstreams.org](http://www.marylandstreams.org)

PURPOSE OF ORGANIZATION: The Maryland Stream Restoration Association is organized as a non-profit group and shall be operated for charitable and educational purposes. The objectives shall be: the informal discussion and exchange of ideas relating to the scientific study and field application of stream restoration in Maryland; collaboration on an as needed basis with organizations and institutions regarding stream restoration and its impact on water quality; but not necessarily restricted to that area.

MEMBERSHIP: Active membership shall be open to students, professionals and others with an interest in the scientific study and field application of stream restoration.

BOARD OF DIRECTORS: The Board of Directors of the MSRA shall consist of four elected officials in even years and three elected officials in odd years and up to four appointed members. The elected officials are the President, Secretary, Treasurer, (and President-Elect in even years). Appointed members shall serve for one year, and the elected officials' terms shall be restricted to their terms in office. Any vacant office may be filled for the unexpired portion of its term by the Board of Directors. The president may not succeed himself/herself in the same office.

CONSTITUTIONAL REVISION: Revision of the Constitution shall be circulated to all members by Email at least three weeks prior to a regular meeting. Adoption of revisions shall be by two-thirds of those voting by Email.

DISTRIBUTION OF ASSETS: In the event of dissolution, any assets of MSRA shall be distributed to a non-profit fund, foundation, or corporate organization operated exclusively for the purpose as specified in Section 501(C) (3) of the Internal Revenue Code. The fund, foundation, or corporate organization to which MSRA assets will be distributed shall be selected by the MSRA Board of Directors at its last meeting.

BY-LAWS: The structure and function of MSRA within the context of the constitution shall be described in By-Laws. Revision of the By-Laws shall be circulated to all members by Email at least three weeks prior to a regular meeting. Adoption of revisions shall be by a simple majority of members in attendance at the business meeting, held in the Spring of each year.

BY-LAWS

ATTENDANCE AT MEETINGS: Attendance at meetings shall be limited to members, honorary members and guests. The press shall be invited only at the direct invitation of the Board of Directors except at meetings held under the auspices of other stream restoration organizations.

ACTIVE MEMBERSHIP: Members shall submit application form and fee. The Board of Directors reserves the right to deny membership. However, it is understood that the Association is interested in being inclusive of a broad based membership with interdisciplinary members.

DUTIES OF THE ELECTED OFFICIALS:

The President shall preside at all meetings.

The President shall appoint all members of the standing committees and chairs of additional temporary committees.

It shall be the duties of the Treasurer to collect, disburse, and account for all moneys, and to file income tax returns. The annual accounting period will end on 31 December each year.

It shall be the duties of the Secretary to keep minutes of the meetings, to distribute notices, and other secretarial duties. The Secretary shall circulate to the membership a current membership list indicating new members at appropriate times as determined by the Board of Directors. It shall also be the responsibility of the Secretary to place copies of the minutes along with other pertinent data in the official Repository of the MSRA.

**NOMINATION OF OFFICIALS:** Nominations for the President-Elect, Secretary and Treasurer shall be made by the Nominating Committee in time to be emailed with the announcement for the Spring MSRA Meeting at which the election will occur. If possible, at least two nominations shall be made for each office. Additional nominations may be made from the floor. The President-Elect will serve a one-year term as President-Elect commencing at the Spring Meeting in even numbered years and commence a two-year term as President at the Spring Meeting in odd numbered years. The Treasurer shall serve a two-year term commencing at the Spring Meeting in odd numbered years. The Secretary shall serve a two-year term commencing at the Spring Meeting in even numbered years.

**ELECTION OF OFFICIALS:** Elections shall be by secret ballot at the appropriate Spring Meeting of the MSRA. At least two members, or past members of the Board of Directors, not on the ballot, shall personally distribute, collect, count and destroy the ballots. There shall be no public tally. The President will cast the deciding vote in case of a tie. The President-Elect and the Secretary shall take office as the last order of business of the Spring Meeting in even numbered years. The President-Elect shall take office as President, and the Treasurer shall take office as the last order of business of the Spring Meeting in odd numbered years.

**DUES:** The annual dues of the active members shall be set by the Board of Directors with the approval of the Board of Directors. The period for which dues apply is from January until December. Dues for the current calendar year are due and payable for new members.

**MEMBERSHIP:** Dues will be payable by 1 January each year. Honorary members shall be recognized for outstanding work or interest in the field of stream restoration research and application. Honorary members shall not be required to pay dues. Honorary Members shall be extended the same rights and perquisites as Active Members.

**STANDING COMMITTEES:** The standing committees appointed by the President shall be, Membership, Program, and Education. Each Committee shall consist of a chairperson and two additional members and serve at the discretion of the President.

**DUTIES OF STANDING COMMITTEES:**

The Membership Committee shall act on all applications for membership to the MSRA, revise membership rolls at least once per year, and promote membership to the MSRA.

The Program Committee shall be responsible for developing programs commensurate with the purpose of the MSRA. With the approval of the Board of Directors, it shall have the power to initiate new ideas in meeting format, topic selection, and any other area they believe would add to free information exchange in an informal atmosphere.

**ADHOC Committees:**

The Nominating Committee shall submit a slate of nominees for the President-Elect and Secretary at the Spring Meeting in even numbered years, and Treasurer for the Spring Meeting odd numbered years for inclusion in the Spring Meeting announcement.

The Constitution Committee shall be assembled as needed to update the Constitution and By-Laws to enable the MSRA to better meet its broad objectives as stated in the Purpose section of the Constitution.