

# Wild Rivers Invasive Species Coalition Bylaws

**Mission Statement:** Wild Rivers Invasive Species Coalition (WRISC) is a multi-partner organization representing five counties in two states.\* WRISC is dedicated to the management of invasive species on our lands and waters through cooperation, education, prevention and control.

\*The geographical area is comprised of five counties including Florence, Forest, and Marinette Counties in northeastern WI; and Dickinson and Menominee Counties in the Upper Peninsula of MI.

*The following organizational guidelines are hereby adopted by WRISC (Wild Rivers Invasive Species Coalition) Board of Directors to structure the composition of this Coalition.*

## Partners and Members

### Partners

Signatories of the Memorandum of Understanding (MOU)

### Members at-large

All interested parties: agencies, governmental or non-governmental organizations, businesses or individuals interested in furthering the mission of WRISC in accordance with the MOU.

## Board of Directors

Board of Directors will consist of not less than seven (7), nor more than nine (9) Partners\*\*. Any **Partner** (MOU signatory representative or their designee) will be qualified to serve on the Board of Directors. The Board of Directors shall be elected at the June Board of Directors meeting as the first order of business.

Director nominees must be in attendance or submit a letter of intent to the current WRISC Chairperson prior to the election of officers.

Each Board Member may designate an alternate from their Partner organization/agency. In the Board Member's absence the alternate fills their Board seat and is given voting authority.

*\*\*Each county participating in the coalition should endeavor to have no less than one (1) Partner representative on the Board of Directors.*

## Officers

A chairperson, vice-chairperson, and secretary shall constitute the officers of WRISC. Election of Officers will be held annually at the June Board of Directors meeting immediately following the election of the Directors.

**Fiscal Agent**

The fiscal agent will serve as the administrator for any grants, agreements, or financial support by WRISC under separate agreement.

The fiscal agent shall be responsible for handling all financial matters and for providing financial reports to the WRISC Board of Directors at their meetings.

The fiscal agent shall have authority over and full autonomy to make decisions regarding all WRISC-affiliated employees. The fiscal agent shall consult with WRISC regarding any personnel matters involving WRISC-affiliated employees. Consultation with WRISC shall not limit the fiscal agent's authority to take action as fiscal agent and employer of record. WRISC-affiliated employees shall be employees at will of the fiscal agent.

The fiscal agent is subject to change by a **2/3 vote** of the Board of Directors.

**Terms of Office**

Terms of office shall run two years from June through May. Board Members shall serve staggered terms such that half of the Board seats are up for election each year. Officers / Directors may serve consecutive terms. Upon mid-term resignation of any officer, the Board of Directors may appoint a replacement to act as interim officer until the next Annual Meeting.

**Board of Director Meetings**

Regular bi-monthly meetings (6) are scheduled for the even-numbered months of the year. Electronic notification is acceptable. If a Board Member is absent for three consecutive meetings, the Board may vote to remove them.

**Regular Time and Day**

Regular Board of Directors meetings will be held at 10 AM on the first Wednesday of the month. Locations may vary. Board Members may attend meetings in person or remotely via a conference call line.

**Quorum**

A simple majority shall constitute a quorum for the purpose of conducting a meeting.

**Special Meetings**

Special meetings may be scheduled as needed but will require a two-week notice. Electronic notification is acceptable.

**Compensation**

Partners and Members shall not be compensated by WRISC to participate in the Coalition. Only the fiscal representative will manage designated funds for administrative and support services provided.

**Annual Meeting**

One (1) Annual Meeting shall be held in the spring (June) of every year according to meeting schedule with special presentations and programs or workshops.

Each signatory Partner will be notified at least 30 days in advance.

**Action Teams**

Under the guidance of the Board of Directors, and comprised of Partners and Members at-large, Action Teams focused on specific topics may teleconference as needed; generally in the odd-numbered months.

**Amendment**

Amendments to the WRISC Bylaws is the sole responsibility of the Board of Directors who may review and adopt amendments, if any, at any regular Board of Directors meeting by a **2/3 vote** of the Directors present. Proposed amendments must accompany the meeting notice giving the Board at least 30 days for review. Electronic transmission of such notice is acceptable.

Original WRISC Bylaws adopted by the Board of Directors at Annual Meeting June 5, 2012.

Amendment History:

June 4, 2013

December 4, 2013

June 4, 2014

June 3, 2015

June 1, 2016

June 7, 2017