

AMERICAN CICHLID ASSOCIATION



BYLAWS

2023 (Sixth) Revision of the ACA Bylaws
conducted by:

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ARTICLE I: NAME

The name of the society shall be the American Cichlid Association (ACA).

ARTICLE II: AIMS

The aims of the ACA are:

1. To advance the science of ichthyology, animal behavior, ecology, taxonomy, habitat conservation, and other aquatic sciences by stimulating interest in, and encouraging study of the fishes of the family *Cichlidae*, commonly known as cichlids;
2. To publish one or more journals on a regular basis containing original and other educational articles covering cichlids and their maintenance, breeding, behavior, ecology, taxonomy, and other studies concerning their aquatic biology;
3. To offer other means of education, such as a speaker program, for use by local aquarium societies;
4. To encourage the study and the preservation of cichlids by creating endowment funds and awarding funds for research proposals, conservation and other related projects;
5. To provide a means for the purchase, sale, and exchange of cichlids by individuals;
6. To promote fellowship and an exchange of information amongst its members by conducting an annual show and convention at which cichlids are displayed and judged according to prescribed or established standards. Lectures, discussions, and other educational programs may be presented.

ARTICLE III: MEMBERSHIP

Section 1. Membership is open to any person of goodwill without regard to their immutable characteristics, including but not limited to, race, ethnicity, gender, sexual orientation, religion, creed, color, age, national origin, or disability, without preference, who:

- A) Is interested in furthering the aims of the ACA; and
- B) Has paid the prescribed dues unless exempted by these bylaws.

Section 2. Membership in the ACA is:

- A) Non-transferable; and
- B) Open
 - 1. To individuals; and
 - 2. To households, with the proviso that only one (1) member of the household may vote or hold elected office at any time.
- C) A member is in good standing if
 - 1. The prescribed dues are paid and current; and
 - 2. The person's membership is not subject to any action under Article III, Section 7.

Section 3. Types of membership

- A) **Regular** membership is available to all prospective members, renewable on an annual or multi-annual basis by payment of dues at a rate set by the Board of Trustees (BOT).
- B) **Honorary** membership is awarded by a simple majority vote of the BOT to those individuals whose work as aquarists or scientists is judged to have significantly furthered the aims of the ACA as stated in Article II. Honorary membership entitles the holder to receive the ACA publications gratis until terminated by BOT vote.
- C) **Life** memberships
 - 1. **Life**;
 - 2. **Patron**;
 - 3. **Endowment**;
 - 4. **Benefactor**;
 - 5. **Conservation**;
 - 6. **Legacy**;
 - 7. **Chairman's Circle**.
- D) **Fellowship** (see Article III, Section 6).

Section 4. Membership entitles the holder to

- A) A year's subscription to the journal of the ACA (*Buntbarsche Bulletin*) and the newsletter (*ACA News*);

- B) Access to 'Member's Only' portions of the ACA website;
- C) One (1) ballot for any BOT election, poll or referendum held during the period of membership;
- D) Hold office, elected, or appointed;
- E) Eligibility to serve on any ACA operating or ad hoc committee; and
- F) All other member privileges and benefits.

Section 5. A membership may be terminated

- A) For failure to renew by the expiration date of the current membership; and
- B) For any other cause deemed, by majority vote of an ACA BOT proposition, to be in the best interests of the ACA in accordance with Article III, Section 7.

Section 6. Fellow of the ACA

- A) Any individual ACA member in good standing may, by a majority vote of two successive BOTs, be awarded the title "Fellow of the ACA". This is the highest award that the society may confer and is to be based on past, outstanding service to the ACA. Members awarded the title "Fellow of the ACA" shall receive full ACA membership benefits for the duration of their life.
- B) **Selection procedure for a Fellow of the ACA**
 1. Any member of the ACA may present nominees for this award to the BOT for consideration.
 2. The BOT shall decide how best to investigate the qualifications of the nominee, but shall, within one (1) year of the placing of the nomination, vote to award or reject the awarding of this honor.
 3. The following year's BOT shall, within six (6) months of being seated, vote to approve or reject any nominees approved by the preceding year's BOT.
- C) **Revocation:** Any Fellow of the ACA may have the award revoked at any time by a majority vote of two (2) successive BOTs for reasons specified in Article III, Section 7.

Section 7. The BOT, by a simple majority vote on an empowering proposition, may reprimand, suspend, or expel any member for actions deemed not in the best interest of the ACA.

- A) Such actions will include, but are not limited to
 1. Misuse of Trading Post privileges;
 2. Violation of these bylaws or committee SOPs;
 3. Misuse or misappropriation of the ACA's funds, nonfeasance, or malfeasance by either elected or appointed officials;
 4. Failure to turn over the ACA's property as instructed by the BOT; and
 5. Failure to pay debts owed to the ACA, such as payment for goods and services at any ACA Convention with a check that is written on an account with insufficient funds – membership may be reinstated if the funds for the payment are made within a reasonable time.
- B) Any member so charged will receive from the Chair of the BOT, a written summary of the charges clearly stating the intent of the BOT, and have thirty (30) days in which to answer or rectify these charges.
- C) After the thirty (30) days, the Chair must submit a proposition to the BOT relating to the disposition of the pending case.
- D) No member so expelled will be allowed membership in the ACA until cleared, or absolved of the original charges by a majority vote of the BOT.

Section 8. **It is the responsibility of the member** to notify the ACA of a change in email and/or postal address. The ACA will do its best to contact the member in the case of undelivered email or returned postal mail, but will not be held responsible for missed email notifications or mailings due to failure on the part of the member to notify the ACA of a change in either email or postal address.

ARTICLE IV: BOARD OF TRUSTEES AND OFFICERS OF THE ACA

Section 1. The Board of Trustees (BOT) Shall Be the Governing Body of the ACA and Shall

- A) Be responsible for the upholding and following of these bylaws.
- B) Set dues and approve prices for all ACA items to be sold.
- C) Approve or remove all Committee Chairs, and/or accept their resignations.
- D) Oversee the operation of all ACA committees by:
 1. Establishing each committee's Standard Operating Procedure (SOP);
 2. Reviewing all phases of each committee's operations with the aim of ensuring that its SOP is followed; and
 3. Changing each committee's SOP as needed.
- E) Approve the annual budget of the organization and all disbursements in excess of \$250 that fall outside the scope of budgeted expenses.
- F) Approve all contractual engagements entered into in the name of the ACA by its appointed agents whose face value exceeds \$500.
- G) Offer as necessary, propositions to facilitate the smooth operation of the ACA.
- H) Conduct themselves to enhance the reputation and well-being of the ACA.
- I) Conduct the affairs of the ACA in a manner consistent with the previously stated aims of the ACA and the needs of the membership.

Section 2. The BOT shall consist of nine (9) elected members, five of which are to be elected from those members in good standing each even-numbered year; four of which are to be so elected each odd-numbered year. Elected members may serve two (2) successive terms in office.

- A) A BOT member's full term in office shall begin on January 1 of the year following their election and expire on December 31 of their second year.
- B) Terms are defined as successive only when the BOT member is elected to a second term while serving an elected term on the BOT.
- C) If a BOT position falls vacant, it must be offered to the losing candidates in the previous year's election in descending order of total votes received, until the vacant position is filled. If all the losing candidates refuse the position, the BOT Chair may pick any member in good standing to fill the unexpired term, subject to BOT approval.
- D) All BOT members must be, at the time of their election or appointment, members in good standing, and remain so for the duration of their term. Failure to do so will constitute automatic removal from the BOT.

Section 3. The elected officers of the ACA

A) Qualifications for Office:

- 1. Any member of the BOT may nominate a candidate for the position of Chair, Vice Chair, or Secretary from among the BOT's number, themselves included;
- 2. In the latter case, they must indicate to the outgoing Secretary their desire to run;
- 3. The Editor of *Buntbarsche Bulletin*, the Membership Chair, or the Treasurer may not concurrently serve as BOT Chair;
- 4. The Editor of *Buntbarsche Bulletin*, the Membership Chair, or the Treasurer may not concurrently serve as BOT Vice Chair;
- 5. Any candidate for Chair is not eligible to serve as Vice Chair;
- 6. Any candidate for Chair must have served a minimum of one year on the BOT;
- 7. Any candidate for Vice Chair must have served a minimum of one year on the BOT;
- 8. Any sitting BOT member, other than the incoming Chair or Vice Chair, may serve as Secretary;
- 9. There are no other restrictions on nominations for Chair, Vice Chair, or Secretary.

B) Conduct of elections for BOT Chair, Vice Chair, and Secretary.

These officers will be elected by December 31 of a given calendar year by the newly elected BOT members and those members whose terms are unexpired from among their numbers for a term of one (1) year according to the following procedure:

1. As soon as the results of the year's BOT election are known, but no later than November 30, the outgoing Secretary shall call for nominations from eligible BOT members;
2. All nominations must be received within fifteen (15) days of the call for nominations;
3. Fifteen (15) days after the call for nominations, the outgoing Secretary will submit the list of nominees to the electors and poll them for their choices;
4. As soon as the choice of the electors is ascertained, the outgoing Secretary will notify the winners and the electors of the outcome of the elections.
 - a) In the event of a tie for the position of Chair, the outgoing Chair shall break the tie unless remaining on the BOT. In that event, the candidate who received the most votes from the membership in the BOT general election shall be declared the Chair for the upcoming BOT term;
 - b) In the event of a tie for the position of Vice Chair, the outgoing Vice Chair shall break the tie unless remaining on the BOT. In that event, the candidate who received the most votes from the membership in the BOT general election shall be declared the Vice Chair for the upcoming BOT term;
 - c) In the event of a tie for Secretary, the newly elected Chair shall decide the outcome.

C) Term-length for BOT Chair, Vice Chair, and Secretary:

1. The newly elected Chair and Vice Chair shall assume office on January 1 of the following year and serve through December 31 of that same year;
2. The newly elected Secretary shall assume office on February 1 of the following year and serve through January 31 of the next year.

D) Powers and Responsibilities of the Chair of the BOT:

1. The Chair of the BOT presides over the annual business meeting of the BOT;
2. The Chair of the BOT introduces all propositions, save that bearing upon their own impeachment. When the BOT is polled for its decision on such propositions, the Chair shall vote with the other members of the BOT. The Chair must also put up for a vote, any measure proposed by any two BOT members;

3. The Chair of the BOT appoints all Committee Chairs and the Election Coordinator. Such appointments must be ratified by a simple majority of the BOT;
4. On or prior to January 15, the Chair of the BOT makes the decision for reappointment of each Committee Chair who wishes to continue serving the ACA in their role as Chair of said committee. This decision is ratified by the BOT by a simple majority vote;
5. The Chair of the BOT fills any vacancies that arise among the members of the BOT following the procedure presented in Article IV, Section 2C;
6. The Chair of the BOT reports to the BOT by the 10th of each month, via e-mail, regarding the state of the ACA. The Chair may communicate more frequently as circumstances and discretion dictate;
7. The Chair of the BOT reports to the membership regarding the state of the ACA, either in person or through a written report. An abstract of this report shall be printed in *BB*. The Chair may address the membership at any time, in the pages of *BB*, the newsletter, or via email;
8. The Chair of the BOT authorizes and notifies the BOT of all checks for sums of over \$250 drawn on the ACA Treasury. Items approved for funding by prior BOT vote and committee imprest funds are excepted;
9. The Chair of the BOT authorizes, by electronic transcript, all disbursements of money as approved by the BOT;
10. The Chair of the BOT draws up, with the aid of the Treasurer and Committee Chairs, a proposed annual budget and submits it to the BOT for approval no later than July 1, to be finalized and approved by the BOT at the annual business meeting;
11. The Chair of the BOT sees that these bylaws are carried out as written;
12. The Chair of the BOT turns over to the Archivist all originals of ACA/BOT correspondence at the end of their term of office;
13. The Chair of the BOT continues as BOT Chair if the incoming BOT is delayed in selecting a successor.

E) Powers and responsibilities of the Vice Chair of the BOT:

1. In the event of a vacancy in the office of Chair, the Vice Chair automatically assumes the position of Chair for the remainder of the year. The Vice Chair cannot decline – they *become* Chair;
2. In the absence of the Chair, the Vice Chair serves in their place, and doing so is their chief duty. A Vice Chair may also have additional duties, such as a Committee Chairmanship. In the absence of a bylaw provision, however, they are not to be considered an assistant to the Chair;
3. When a process of impeachment against a serving Chair of the BOT has been initiated, the Vice Chair automatically becomes Chair for the duration of the proceedings;

4. In the absence of the Chair at a meeting, the Vice Chair will preside, and the Chair cannot designate otherwise;
5. If both the Chair and the Vice Chair are absent when a meeting should begin, the Secretary conducts an election of a Chair *pro tempore* to preside until the arrival of the Chair or Vice Chair, or until the assembly elects another Chair *pro tempore*, or until the adjournment of that session, whichever comes first.

F) Powers and responsibilities of the Secretary of the BOT:

1. The Secretary of the BOT transacts all official correspondence of the ACA unless the BOT specifically delegates this responsibility to another official;
2. The Secretary of the BOT is responsible for recording the proceedings of the annual BOT meeting;
3. The Secretary of the BOT is responsible for verifying the results of the BOT election and for executing the referendum procedure for amending the bylaws as outlined in Article X, Section 2;
4. The Secretary of the BOT conducts an election of a Chair *pro tempore*, if both the Chair and the Vice Chair are absent when a meeting should begin, to preside until the arrival of the Chair or Vice Chair, or until the assembly elects another Chair *pro tempore*, or until the adjournment of that session, whichever comes first;
5. The Secretary of the BOT takes on the duties of the Chair *pro tempore* when both the Chairmanship and Vice Chairmanship of the BOT are vacated, until a new Chair and Vice Chair are elected, as described in Article IV, Section 3B. This election will take place in an expeditious manner. The Secretary will not be eligible to run in this election.

G) The Treasurer of the ACA:

1. Prior to appointment to the position of ACA Treasurer, the candidate must be a member in good standing of the ACA and have been so for a minimum of one year;
2. The Treasurer of the ACA must be bonded by the ACA for a minimum of \$100,000.

ARTICLE V: THE MODE OF OPERATION OF THE ACA

Section 1. General operating considerations

- A) The ACA fiscal year is herein defined as extending from August 1 to July 31 of the following year.
- B) The BOT operating year is herein defined as identical to the calendar year.
- C) The BOT shall establish and publish on the ACA website its own SOP regarding normal operating procedures. Failure to observe the terms of this SOP constitutes malfeasance as defined in Article III, 7A3. Unless otherwise specified in these bylaws or the BOT SOP, business will be conducted according to the procedures presented in *Robert's Rules of Order*.
- D) All ACA policy and operating decisions shall be made based on specific propositions voted upon by the BOT. Seven BOT members, inclusive of the Chair, constitute a quorum. A simple majority vote constitutes passage of a proposition save those instances otherwise specified in these bylaws. The BOT Chair shall vote on all BOT propositions save those bearing on their own impeachment.

Section 2. The means of transacting ACA business

- A) The permitted means of conducting the business of the ACA are via:
 1. An annual BOT meeting;
 2. Email and postal mail;
 3. Telephone; and
 4. Other electronic means.
- B) The mode of transacting ACA business at the annual BOT meeting:
 1. The Chair must prepare an agenda and have it in the hands of the BOT at least seven (7) days prior to the date of the meeting;
 2. The agenda must distinguish between items to be discussed and propositions requiring a vote;

3. A BOT member not physically present at a BOT meeting may
 - a) Be permitted to participate in the meeting using technology that allows that member and the members present at the meeting to communicate with each other clearly and simultaneously (Skype, Facetime, conference call, etc.); or
 - b) Appoint another BOT member as their proxy to vote and speak on their behalf at the meeting. The appointment of the proxy must be emailed to the Chair at least one day before the meeting. The BOT member appointing the proxy may give specific directions as to how the proxy is to vote on their behalf, otherwise the proxy may vote on behalf of the absent BOT member in any manner they see fit.
- C) The mode of transacting ACA business by correspondence:
 1. The Chair will submit to all BOT members and Committee Chairs an official electronic letter reporting on the state of the organization, raising issues for discussion and, when appropriate, propositions for a vote. This letter must be emailed no later than the tenth of each month:
 - a) No proposition can be offered for a vote without prior discussion;
 - b) Propositions must be numbered sequentially using a system that includes the calendar year in which they were submitted.
 2. The elected members of the BOT must reply to the Chair's letter by any means defined as acceptable in the BOT's SOP. This response must be returned on or before the 31st of the month. This response shall include votes on any proposition presented by the Chair and discussion of any pertinent items of ACA business;
 3. Each BOT member must send a copy of their reply to the Chair, all other BOT members, and to other such persons that are specified in the BOT SOP;
 4. Failure to respond to the Chair's letter for two (2) consecutive months or any six (6) times in a single operating year is the equivalent of an immediate, voluntary resignation from the BOT.
- D) The mode of transacting ACA business by telephone:
 1. If an individual item of business is judged to need immediate BOT action it may be resolved by telephone at the discretion of the Chair, either by individual calls or a conference call;
 2. The Chair must initiate this procedure, but may delegate the making of some of the calls to any member of the BOT;
 3. An attempt to contact all BOT members will be made, while a minimum of seven (7) BOT members must be contacted for the results of such a poll to be valid;
 4. A summary of the polling results must be sent by the Chair to all BOT members within 24 hours after the completion of the contacts.

E) The mode of transacting ACA business by other electronic means:

1. If an individual item of business is judged to need immediate BOT action it may be resolved by other electronic means such as Skype, Facetime, or equivalent technology at the discretion of the Chair, either by individual contact or a conference call;
2. The Chair must initiate this procedure, but may delegate the making of some of the contacts to any member of the BOT;
3. An attempt to contact all BOT members will be made, while a minimum of seven (7) BOT members must be contacted for the results of such a poll to be valid;
4. A summary of the polling results must be sent by the Chair to all BOT members within 24 hours after the completion of the contacts;
5. Other electronic means of communication such as Skype, Facetime, or equivalent technology may also be used during any meeting of the ACA BOT and/or Committee Chairs and Committee members.

Section 3. Operating expenses of the BOT and the elected ACA Officers

As part of the ACA budget, monies will be designated to cover the following operating expenses for the BOT:

- A) Any sitting BOT member shall receive reimbursement from the Treasury for expenses incurred in the performance of their duties. These costs include but are not limited to the following.
 - B) The Secretary may request reimbursement for the same expenses as any other BOT member, plus:
 1. Stationery and office supplies, up to a maximum amount as stipulated in the BOT SOP; and
 2. Any documented expenses incurred in the printing and mailing of ACA materials to members.
 - C) The Chair may request reimbursement for the same expenses as any other BOT member, plus any additional documented expenses incurred in the performance of their duties, up to a maximum amount stipulated in the BOT's SOP.

- D) The Vice Chair may request reimbursement for the same expenses as any other BOT member, plus any additional documented expenses incurred in the performance of their duties, up to a maximum amount stipulated in the BOT's SOP.
- E) The procedures outlined in the BOT's SOP must be followed to secure reimbursement for all sanctioned expenses.

ARTICLE VI: THE OPERATING COMMITTEES OF THE ACA

Section 1. Qualifications and length of service of Committee Chairs

- A) The ACA BOT will establish such qualifications for committee service relating to the competency and performance of the position's duties. Any ACA member in good standing who meets these qualifications is eligible for consideration to serve as a Committee Chair.
- B) Committee Chairs are appointed for a twelve-month term, extending from February 1 through January 31 of the following year. All Committee Chairs serve at the pleasure of the BOT and can be removed at any time by a simple majority vote of the sitting BOT for any reason previously cited in these bylaws. A BOT member who currently serves as a Committee Chair may not vote on their own confirmation.
- C) There shall be no limits to the number of terms to which a Committee Chair can be reappointed. Each Committee Chair who wishes to continue serving the ACA in their role as Chair of said committee shall be reviewed annually on an individual basis, on or prior to January 15, and brought before the Chair for their decision on reappointment, followed by ratification by the BOT by a simple majority vote.
- D) Any appointed ACA official may be removed from office by a simple majority vote of the BOT for misuse or misappropriation of funds, nonfeasance, misfeasance, or malfeasance.

Section 2. Powers and Duties of Committee Chairs

- A) Committee Chairs are expected to know their committee's Standard Operating Procedure (SOP) and to follow it in the performance of their duties. The SOP of each committee is to

be explicitly defined and posted on the ACA website within 90 days of establishing a committee.

- B) A Committee Chair may appoint whatever auxiliary personnel they judge necessary to facilitate the operation of the committee.
- C) Each Committee Chair will reply to all questions by any BOT member concerning their committee no later than the 21st of the month following that in which the questions were asked. Responses may be directed to the Chair of the BOT.
- D) Each Committee Chair will submit, on a yearly basis, a report on the status of their committee to the BOT. This report is due at the annual BOT meeting. Each Committee Chair will submit to all members of the BOT, no later than 30 days prior to the announced date of the annual meeting, a report of their committee's activities over the past twelve months. This report shall contain but not be limited to
 1. A statement of the committee's expenses for the year;
 2. An inventory of ACA items in possession of the committee as of the end of the fiscal year; and
 3. A proposed budget for the upcoming year.
- E) Each Committee Chair will turn over to the Treasurer, within sixty(60) days of their receipt, any funds generated as a result of their committee's activities.
- F) At the completion of their term in office, each Committee Chair will turn over to the ACA all funds, records, and items pertaining to the operation of that committee. Funds must be sent to the Treasurer. All other materials are to be shipped, at the ACA's expense, to whoever is designated by the BOT to receive them.
- G) A Committee Chair is financially responsible for all items belonging to the ACA and must make full financial restitution for accounting losses when they leaves office.

Section 3. Committee Operating Procedures

- A) Every operating committee of the ACA shall have a BOT-approved description of its Chair's responsibilities and Standard Operating Procedure (SOP) on file with the Archivist and published on the ACA website. The SOP constitutes the guidelines for the operation of each committee. A Committee Chair's job description or a committee SOP can only be changed through a formal proposition approved through the BOT.
- B) Failure to comply with any of the procedural mandates stated in these bylaws or the committee's approved SOP, as determined by the BOT Chair, constitutes malfeasance in office and will result in immediate suspension of that committee's Chair. Within thirty (30) days of such suspension, the BOT must review the circumstances of the case and vote to dismiss or reinstate the Committee Chair in question. Dismissal from office for this reason can be cause for expulsion from the ACA.
- C) If any SOP or committee description comes into conflict with these bylaws, the bylaws shall prevail.

Section 4. Financing the ACA Committees

- A) All expenses of an operating committee shall be paid from an imprest fund set up under the terms of the SOP. Reimbursement will be made by the Treasurer upon receipt of bills, receipted bills, or copies of receipted bills.
- B) Neither BOT members nor appointed officials of the ACA can be paid for performing the duties outlined in their job descriptions and/or SOPs of their respective positions. This restriction does not extend to reimbursement for expenses incurred in the performance of those duties.

ARTICLE VII: IMPEACHMENT***Section 1. Scope and Grounds for Impeachment***

Any elected ACA official or one appointed to fill a vacated elective position may be impeached for misuse or misappropriation of ACA funds, misfeasance, or malfeasance.

Section 2. The Impeachment Process

- A) Any member of the BOT may propose a motion of impeachment. A second, from an additional BOT member, is required.
- B) The Chair of the BOT must place a motion of impeachment in correct form before the BOT for a vote. In the case of a motion to impeach the Chair, the Secretary must place a motion of impeachment in correct form before the BOT for a vote, in which instance the Chair of the BOT is ineligible to vote.
- C) To be in correct form, a motion of impeachment must include the following:
 1. An itemized list of specific charges against the official in question;
 2. Evidence supporting said charges.
- D) The accused party shall have thirty (30) days from notification of the existence of a motion of impeachment to answer the charges set forth therein. The Chair, or Chair *pro tempore*, will notify the accused by registered mail of the BOT's action and concurrently provide them with a copy of the said motion.
- E) The BOT must vote on a motion of impeachment within forty-five (45) days of its proposal.
- F) A simple majority of the BOT is required to pass a motion of impeachment.
- G) Successful passage of a motion of impeachment signifies dismissal from the BOT and can be grounds for expulsion from the ACA.

- H) The Chair, or Chair *pro tempore*, will inform the accused party of the outcome of the vote by registered mail.

ARTICLE VIII: ACA PUBLICATION, TRADING POST, AND WEBSITE

Section 1. The Journal of the ACA (*Buntbarsche Bulletin* or *BB*)

- A) *BB* shall be the journal of the ACA, dedicated to the publication of material, which shall be in keeping with the aims of the ACA as stated in Article II of these bylaws.
- B) *BB* shall be made available to the membership by whatever means is determined by the BOT to be expeditious within financial reason.
- C) The *BB* Editor shall be solely responsible for the content of *BB* within the bounds set by the SOP for this publication.

Section 2. Trading Post (TP)

- A) The Trading Post shall contain listings of items for sale and/or trade. These listings will be made available to ACA members in good standing, appearing on either the website, or in print. The decision as to the means of publication shall be at the discretion of the BOT.
- B) The Trading Post shall be moderated by the Trading Post Editor, who will check entries posted by members for accuracy and spelling, and make any necessary corrections.
- C) The Trading Post Editor shall be empowered with the authority to remove posts at their discretion that are not within the keeping of ACA standards.
- D) The Trading Post Editor will manage the Trading Post within the bounds set by said position's SOP.

Section 3. Website

- A) The website shall serve as an electronic means of conveying the goals, benefits, research and conservation efforts, and other activities of the ACA to the membership.
- B) The website shall serve as a means to join and/or renew membership of the ACA.
- C) The website shall provide a means for members in good standing to buy, sell, and trade fish and other items amongst themselves by way of the ACA Online Trading Post.
- D) The website shall serve as a means for members to download all issues of *BB* and order available printed back issues.
- E) The website shall serve as a means for the membership to view these bylaws, and a listing of all propositions placed before past and present BOTs, as well as all committee SOPs.
- F) The website shall offer other membership services as deemed appropriate by the ACA Webmaster and the BOT.

ARTICLE IX: THE CONDUCT OF BOT ELECTIONS

Section 1. The Election Coordinator

- A) The BOT will appoint an Election Coordinator no later than January 31 of the business year to conduct that year's BOT election. Any ACA member in good standing other than a serving BOT member or Committee Chair can serve as Election Coordinator. The Election Coordinator may not concurrently run for the BOT during their term.
- B) The Election Coordinator is responsible for:
 1. Soliciting nominations from the membership;
 2. Assembling the ballot and candidate qualifications, and arranging for distribution of such to the membership;

3. Tallying the vote;
4. Notifying the sitting BOT and candidates of the outcome of the election; and
5. Providing the BOT Secretary with a copy of all election-associated documentation for verification.

Section 2. The Nomination Process

- A) The Election Coordinator will submit to the Editor/s of all ACA publications, a call for candidates in sufficient time to appear in the **September** issues.
- B) A maximum of eight (8) persons can run for the BOT in any year's election. They should be selected by merit and a well-balanced geographic distribution. Any ACA member in good standing who submits a letter of intent by Midnight (Pacific) on September 30, accompanied by a brief statement of their qualifications for the position and goals if elected to office, will be considered a candidate for that year's BOT election.
- C) The Election Coordinator shall set the format for a candidate's statement of qualifications and platform in the initial call for candidates and is authorized to condense such material as it is received to fit those standards.
- D) The Election Coordinator may directly solicit the candidacy of individual ACA members.
- E) On or prior to October 10, but no sooner than October 1, the Election Coordinator shall present to the BOT, the names of all persons who submit a letter of intent along with their decision of which eight persons will be on the ballot. This decision is subject to review by the BOT and can be overridden by a simple majority vote.
- F) On or prior to October 15, the Election Coordinator, or an assistant, will cause the names of the candidates, their statements and platforms to be published online.

Section 3. The ballot

- A) The names of the candidates will appear on the ballot in alphabetical order.
- B) The ballot will clearly indicate the maximum number of candidates to be voted on, and whatever other instructions the Election Coordinator deems appropriate to their casting.
- C) The ballot will have clearly indicated an email address accessible by the Election Coordinator/s.

Section 4. The Election Process

- A) The Election Coordinator will have the finalized form of the ballot and statements of qualifications and platforms prepared for electronic publication to the membership no later than October 15. All ballots must be returned to the Election Coordinator by Midnight (Pacific) on November 15 to be valid.
- B) An election for four (4) candidates will be held in even-numbered years, and five (5) candidates in odd-numbered years. The candidates receiving the most votes will begin their terms at the start of the following calendar year. In the event of a tie for last place, the member with the longest record of ACA membership will be judged the winner.
- C) The Election Coordinator will complete the tally of votes and notify the sitting BOT and the candidates of the election's outcome no later than November 20. The Election Coordinator will inform each candidate of both their vote total and the order in which they placed.
- D) No later than November 25, the Election Coordinator will forward the final tally and the electoral documents received to the BOT Secretary for verification. The BOT Secretary will indicate that they have verified the Election Coordinator's totals and send the documents to the ACA Archivist, who will keep them on file for twelve (12) months following their receipt.

- E) No later than November 25, the BOT Secretary will submit a list of the winner's names to the Editor/s of each ACA publication for inclusion in the first editions published the following calendar year, and for posting on the website.

ARTICLE X: AMENDMENTS

Section 1. Amendments to these bylaws may be proposed

- A) In the form of a proposition approved by a simple majority vote of the BOT.
- B) In the form of a petition presented in person or sent by certified mail to the Chair of the BOT bearing the signatures of a minimum of twenty percent (20%) of the current membership. The Membership Chair must verify the signatures.
- C) By a committee appointed to review the bylaws.

Section 2. A proposed amendment must be placed before the membership for a vote within thirty (30) days of BOT approval or within thirty (30) days of receipt by the BOT Chair, of a petition from the membership, as described in ARTICLE X, Section 1, B.

- A) The membership may be polled on a proposed amendment by means of a ballot sent out in a separate mailing or emailing as dictated by the deadlines previously prescribed.
- B) Ballots must be returned by the deadline prescribed in the poll details to be counted as valid.

Section 3. Twenty percent (20%) of the current membership must cast a vote for a referendum on an amendment to be valid. To be adopted, an amendment must be approved by two-thirds of the members casting a ballot.

Section 4. The Secretary of the BOT will inform the BOT of the results of the referendum within seven (7) days of the closing of the poll, forward the referendum documents to the Archivist and submit a statement summarizing the results to the Editor/s of all ACA publications. The

Archivist will keep the referendum documents on file for twelve (12) months following the official announcement of the results.

Section 5. An approved amendment will go into effect the same day that the Archivist receives the referendum documents. The approved amendment will become binding to the ACA from that date.

Section 6. These bylaws shall be reviewed a minimum of every five (5) years by a committee appointed for this purpose by the ACA BOT.

- A) There shall be no limit to the number of persons who may be appointed to this committee.
- B) Any ACA member in good standing may serve on this committee.
- C) This committee will automatically cease to function twelve (12) months after the passage of its empowering BOT proposition, or earlier if its work has been completed and recommendations submitted to the sitting BOT.

ARTICLE XI: DISSOLUTION

If conditions become such that the American Cichlid Association, Inc. becomes unable to pursue its purpose, then by a three-fourths vote by two consecutive BOTs this organization will be dissolved. Any remaining assets will be given to the Smithsonian Institute, a tax-exempt organization, to fund aquatic biology studies pertaining to the Family *Cichlidae*.

REFERENCES FOR EDITORIAL REVISIONS

merriam-webster.com

GLOSSARY

BOT	Board of Trustees
Cadre	Committees
Malfeasance	Intentional conduct that is wrongful or unlawful, especially by officials or public employees.
Misfeasance	The performance of a lawful action in an illegal or improper manner.
Nonfeasance	Failure to perform a position's mandated duties.