

Governance of the ISRS

1. ISRS will be governed by a General Assembly, a Board of Directors, and an Executive Committee, with all decisions by a majority vote unless these bylaws specify otherwise.

2. General Assembly

- (a) The General Assembly will consist of individuals in all member classifications who attend the general business meeting at a Congress of ISRS.
- (b) The General Assembly shall meet on at least one occasion during each Congress.
- (c) The General Assembly shall discuss and vote on matters presented to it by the Board of Directors or on motions made by members in attendance.
- (d) A simple majority of those voting shall carry a proposal in the General Assembly except as specified in section IX.
- (e) The location of the next congress shall be announced at least a year in advance by the President, and the time and date of the General Assembly shall be announced at that time or as soon thereafter as possible.
- (f) During years in which no General Assembly is convened, an annual meeting of members shall be held upon seven days notice, with members represented by proxy.
- (g) Except as specified in section IX, a quorum for any meeting of members shall be the members present in person or represented by proxy.

3. Board of Directors

- (a) The Board of Directors will consist of 15 voting members and up to three *ex officio* members (the ISRS Secretary, ISRS Treasurer, and ISRS Editor, if they are not already voting members of the Board). All Directors must be members of ISRS. The distribution of Board members will be as listed below. The *Global Representative* can be from any type of institution, corporation, government agency, or non-government organization (NGO), but this person should have a history of involvement in river research or riverine environmental issues on multiple continents. Directors and officers serve without compensation, but they may be reimbursed for expenses if approved in advance by the Board.

Region Represented	Number of Board Members
Africa	1
Asia	2
Australia/New Zealand	1
Europe	4
North America	4
South America	1
International NGO	1
Global Representative	1

- (b) Directors will be elected annually. Members shall vote for Directors during the General Assembly (held approximately every three years at ISRS Congresses). During intervening years, members shall vote by proxy. Directors may serve a maximum of six

consecutive years but may be reelected after being off the Board for at least one year. If a seat on the Board becomes vacant, the Board may appoint a member to complete the unexpired term. All voting members may vote to elect a “Global Representative” and a representative of an “International NGO.” However, only ISRS members from a specific region (see section III.3.a) can vote to elect a representative from their region.

- (c) Directors will perform the duties specified in these ISRS bylaws or adopted by resolution provided those duties do not conflict with responsibilities assigned in the bylaws to other members of ISRS. The Board shall: (i) provide an international perspective to the Executive Committee and ISRS officers; (ii) oversee the officers’ faithful execution of their assigned duties; (iii) elect the ISRS officers; (iv) maintain these ISRS bylaws and make any required changes; (v) approve any changes to membership classification and dues structures, including determining annual dues; and (vi) adopt measures to evaluate financial aspects of the society.
- (d) The Board may establish permanent committees and such temporary committees as may be useful.
- (e) The Board of Directors will annually elect a Chairman from among its members. The Chairman may be reelected as long as he or she is a Director. Neither the President nor either Vice President can be a Chairman during their terms as ISRS Officers. The Chairman delivers the annual report or an executive summary to the General Assembly. The Chairman is a member of the Executive Committee.
- (f) The annual meeting of the Board shall be held upon seven days notice. The Chairman, the President, or at least one-third of the Directors can call a special meeting of the Board, which shall be held upon at least three days notice.
- (g) A quorum consisting of more than 50% of the Board members is required for any action of the Board.

4. Executive Committee of the Board of Directors

- (a) The voting members of the Executive Committee shall consist of the President, two Vice Presidents, Chairman of the Board of Directors, and another member of the Board elected by its members. The ISRS Secretary and Treasurer shall be *ex officio* members of the Executive Committee and Board of Directors. Service on the Board and Executive Committee will normally be for a maximum of six consecutive years, except for *ex officio* members. This committee will perform such duties as specified in these ISRS bylaws or assigned to them by the Board of Directors.
- (b) The President of ISRS is elected by the Board of Directors from among its members. An individual can serve a maximum of six consecutive years as President. Although elected annually by the Board, the President under normal circumstances is expected to serve for 3-year, renewable terms. The President is the primary ISRS spokesperson and oversees all ISRS activities not specifically assigned to another officer or Board member. These include but are not limited to heading the Executive Committee, handling expenditure of funds on behalf of ISRS, submitting annual reports, presiding at the General Assembly (where he or she votes only to break ties), raising necessary funds for the society, and managing negotiations with the publisher of the society journal.
- (c) Two Vice Presidents of ISRS are elected by the Board of Directors and can serve a maximum of six consecutive years in this office. Although elected annually by the Board, the Vice Presidents under normal circumstances are expected to serve for 3-year, renewable terms.

The President and two Vice Presidents should represent at least two different continents. Vice Presidents perform such official ISRS tasks as assigned them by the President.

- (d) The Secretary serves at the pleasure of the Board of Directors and has no specific term of office. The Secretary is responsible for handling all communication taking minutes of meetings, maintaining corporate books and records, and overseeing operations of the ISRS website. The Secretary is an *ex officio* member of all permanent and *ad hoc* committees.
- (e) The Treasurer serves at the pleasure of the Board of Directors and has no specific term of office. The Treasurer is responsible for overseeing the financial aspects of ISRS, collecting and depositing dues and other receipts, making payments as authorized by the Board or Executive Committee, maintaining accurate bank records, and reporting periodically to the Board. The Treasurer is an *ex officio* member of all permanent and *ad hoc* committees designated by the President.
- (f) The Executive Committee conducts much of the business of the society except for those functions requiring action by the entire Board of Directors or by the General Assembly. The Executive Committee is empowered to appoint *ad hoc* committees lasting no more than 3 years, but only the Board of Directors can establish permanent committees.
- (g) A quorum, which consists of more than 50% of the Executive Committee, is required for any action involving distribution of funds more than \$500, elections, bylaws, or committee structure.