

BYLAWS OF THE WILDLIFE SOCIETY



APPROVED ON
APRIL 19, 1971

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(by Article, Section, and Clause)

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BYLAWS OF THE WILDLIFE SOCIETY

ARTICLE I. NAME, OBJECTIVES, AND COMPOSITION

Section 1. Name.—The name of this organization shall be The Wildlife Society, Inc.

Section 2. Objectives.—The principal objectives of the Society are: (1) to establish and maintain the highest possible professional standards; (2) to develop all phases of wildlife management along sound biological lines; and (3) to disseminate publications and other information to accomplish these ends.

Section 3. Composition.—The Wildlife Society shall be composed of those professionals and others, regardless of race, religion, or nationality, interested in wildlife resources.

ARTICLE II. CODE OF ETHICS

Section 1. Code of Ethics.—Members of The Wildlife Society have a responsibility for contributing to an understanding of man's proper relationship with natural resources, and, in particular, for determining the role of wildlife in satisfying human needs. Each member will strive to meet this obligation by subscribing to the highest standards of integrity and conduct and to the following professional goals: He recognizes the conservation and wise management of wildlife species as the primary goal of his profession. He will support research to improve wildlife conservation programs, and he will encourage the exchange of information among members of his profession and the interested public. He will strive for public understanding of the need for the wise use of wildlife resources.

He will increase his knowledge and utilize his skills to advance the practice of wildlife management; he will encourage professional competence by supporting high standards of education, employment, and performance. He will discharge his professional responsibilities in an objective manner, and he will base decisions on sound biological and management principles.

He will act in such manner and engage in those practices that will bring credit to his profession, employer, and community.

Section 2. Enforcement.—The President shall, with the approval of the Council, appoint a Board of Inquiry to review any reported breach of this Code by a Society member, and said member may be denied future membership if such is both recommended by the Board of Inquiry and approved by the Council.

ARTICLE III. MEMBERSHIP

Section 1. Membership Classes.—The membership of this Society shall consist of the following voting and non-voting classes.

Clause A—Voting Classes

1. Regular Member—Regular Members are those individuals who renew annually, and who are not defined as non-voting classes.
2. Life Member—Life Members are persons who were so enrolled prior to August 24, 1965, by payment of a previously-stipulated lump sum or series of annual installments.
3. Retired Member—Regular Members who retire from full-time employment after having been members of the Society for 20 years or more may be granted Retired Member status upon application to the Executive Director.
4. Honorary Member—Honorary Members shall be persons who, upon a majority vote of the Council, are recognized for their distinguished service or outstanding achievement in the field of wildlife resources. Recipients of the Society's highest award, the Aldo Leopold Medal, shall become Honorary Members automatically.

Clause B—Non-Voting Classes

1. Student Member—Student membership is open to regularly registered undergraduates. Graduate students duly enrolled in a college or university may be student members for a total of seven years.
2. Other Non-Voting—The other non-voting membership classes—Sustaining Members, Contributing Members, and Subscribing Members—are open to any individual, business, industry, library, or other organization interested in wildlife resources.

Section 2. Membership Status

Clause A—Eligibility—Membership in an appropriate class shall be open to all persons and organizations interested in wildlife resources. Regular and Student Members must be endorsed by a voting member.

Clause B—Dues

1. Establishment—The framework of annual membership dues for the various classes shall be approved by a majority vote of the voting membership, effectuated by the Council as needed to meet the financial requirements of the Society, and payable in advance by January 1 of each year.
2. Exemptions—Honorary Members and Life Members are exempt from payment of annual dues. Retired Members may continue without further payment of annual dues except that if they elect to receive Society publications, payment shall be made annually thereof at the rate of one-half the annual dues for Regular Members.

Clause C—Privileges

1. Voting—Regular Members, Life Members, Retired Members, and Honorary Members shall be entitled to vote, to hold office, and to represent the Society officially when so appointed by the President or the Council.
2. Publications—All membership classes shall receive serial publications of the Society except that Contributing Members shall receive only *The Wildlife Society News*.

Clause D—Reinstatement—Members in arrears of dues shall forfeit their rights and privileges and shall not be entitled to vote or to receive serial publications during the period of their delinquency. Members shall be dropped from the membership list upon becoming one year in arrears of dues and shall be reinstated upon payment of the dues for the current year in which the application is made. Publications missed because of a member's delinquency may be purchased at back-issue rates.

ARTICLE IV. ORGANIZATION

Section 1. The Wildlife Society.—The parent Society is governed by a board of directors called the Council and the membership is organized into Administrative Sections.

Section 2. The Council

Clause A—Composition—The Council is composed of the President, President-Elect, Vice-President, immediate Past President, and one elected Section Representative from each of the Administrative Sections defined in Section 3 hereof.

Clause B—Duties—The Council will pursue such policies and principles as shall be in accordance with the provisions of the

Certificate of Incorporation, these Bylaws, and the Statutes of the District of Columbia.

The Council, by a majority vote, shall have the power to fill, for unexpired terms, vacancies occurring in its membership; recommend changes in the Bylaws; develop objectives, policies, and programs; maintain personnel employment practices and salaries for the Society staff; perform such other duties as are prescribed herein; and may assign to the Executive Director any responsibilities authorized to it by the Bylaws.

Clause C—Executive Committee—To facilitate prompt action on behalf of the Council, there shall be an Executive Committee composed of the President, President-Elect, Vice-President, and immediate Past President. All interim action of the Executive Committee shall be reported to the Council for approval at its next meeting.

Section 3. Administrative Sections

Clause A—Geographic Alignment—In order to maintain effective representation and to conduct the affairs of the Society, the Administrative Sections are as follows:

Section 1: Connecticut, Delaware, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, West Virginia, New Brunswick, Newfoundland, Nova Scotia, Ontario, Prince Edward Island, and Quebec.

Section 2: Alabama, Arkansas, District of Columbia, Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and islands of the Caribbean and nearby Atlantic.

Section 3: Illinois, Indiana, Iowa, Michigan, Minnesota, Missouri, Ohio, and Wisconsin.

Section 4: Colorado, Kansas, Nebraska, North Dakota, South Dakota, Utah, Wyoming, Manitoba, and Saskatchewan.

Section 5: Arizona, New Mexico, Oklahoma, Texas, and Mexico.

Section 6: Alaska, Idaho, Montana, Oregon, Washington, Alberta, British Columbia, Northwest and Yukon Territories.

Section 7: California, Guam, Hawaii, and Nevada.

Council may adjust boundaries and increase or decrease the number of Administrative Sections as required, provided each Section shall contain at least two states and/or provinces or other comparable political entities, and provided each section shall contain at least eight percent of the total voting membership.

Clause B—Section Representatives—Each Administrative Section of The Wildlife Society shall be represented by a person duly nominated and elected to the office of Section Representative by those voting members with residence in such section (see Article VI). The Section Representative shall serve as liaison to the Council for the Operating Sections and all chapters and individual members within his Administrative Section.

Clause C—Administrative Section Board—Each Administrative Section shall have a board to advise the Section Representative and to administer the affairs of the section. The board shall consist of any combination of:

- (1) Appointees selected by chapters, one per chapter.
- (2) Appointees from states or provinces where no chapters other than student chapters exist, one per state or province, selected by the president of the Operating Section (see Section 4) or by the Section Representative where there is no Operating Section president.
- (3) Four or less officers of an Operating Section. The board will be chaired by the president of the Operating Section or, if none, by a board member selected by the board. Board members will serve a prescribed term of office. The Section Representative will be a non-voting member of his administrative section board.

Clause D—Membership—For purposes of administration and representation in the parent Society, all voting members of the parent Society are members of the Administrative Section within which they have residence.

Section 4. Operating Sections

Clause A—Description and Formation Criteria—Members of two or more states or similar entities within an Administrative Section may establish an Operating Section within its boundaries to carry on member-oriented activities. Existing sections shall become Operating Sections following Council approval of the section's amended bylaws. New Operating Sections may be formed upon Council approval of (1) proper petition by 30 or more voting members of the parent Society, and (2) appropriate bylaws (see Clause B) provided that the petitioners agree that the charter received by a section will be surrendered to the Council if at any time the section adopts objectives and/or ethics not in harmony with those of the parent Society. Such an Operating Section will elect its own officers and establish membership criteria and committee structure to perform whatever sectional services it devises. Operating Section services may include, but are not limited to, meetings, conferences, workshops, symposia, and newsletter publication.

Clause B—Bylaws—Operating Sections shall adopt and maintain bylaws in substantial conformity with the current model bylaws approved by the Council. Such bylaws shall require submission of an annual report, financial statement, records of elections, and other official action within ten days thereof to the Executive Director and to the appropriate Section Representative.

Clause C—Membership—A voting member of The Wildlife Society is a member of an Operating Section provided the member conforms to membership criteria that may be specified in the Operating Section bylaws.

Section 5. Chapters

Clause A—Description—Chapters may be formed to provide member-oriented activities at the local level within Administrative Sections. Chapters may be composed of voting members plus non-voting members, usually within a single state or province. Where adequate justification is demonstrated, and Council approves, more than one chapter may be formed within a large state or province or one chapter may encompass more than one state or province within an Administrative Section. Such a chapter will elect its own officers and establish membership criteria and committee structure to perform whatever chapter services it devises. Chapter services may include, but are not limited to, meetings, conferences, workshops, symposia, and newsletter publication. Student chapters may be composed of student members and voting members of the parent Society enrolled at degree-granting institutions plus certain other natural resource-oriented students and affiliate members. (See Clause D.)

Clause B—Formation Criteria—Upon petition of ten or more voting or student members of The Wildlife Society, the Council may authorize the formation of a chapter, subject to approval of appropriate bylaws (see Clause C), and provided further that the petitioners agree that the charter to be issued to the proposed chapter will be surrendered to the Council if at any time the chapter adopts objectives and/or ethics not in harmony with those of the parent Society. In addition, student chapters may be formed only at campuses where the curriculum meets or exceeds the current minimum standards for a Bachelor's degree as established by The Wildlife Society.

Clause C—Bylaws—Chapters shall adopt and maintain bylaws in substantial conformity with the current model bylaws approved by the Council. Chapter bylaws, and revisions thereof, must be approved by the Council. Such bylaws shall require submission of an annual report, financial statement, record of elections, and other official action within ten days thereof to the Executive Director and to the appropriate Section Representative.

Clause D—Membership and Privileges—A voting member of The Wildlife Society is a member of any chapter provided the member conforms with membership criteria that may be specified in the chapter bylaws. Student members of the parent Society and student members of those natural resource-oriented professional societies designated by the Council may become members of student chapters but the non-wildlife students need not pay additional dues to The Wildlife Society (parent). Only student members and voting members of The Wildlife Society may hold office or represent the student chapter before the Administrative and Operating Sections, parent Wildlife Society, or the general public. Other affiliate members may be provided for in chapters and student chapters.

ARTICLE V. OFFICERS

Section 1. Officers.—The Officers of the Society shall be a President, a President-Elect, a Vice-President, the immediate Past President, and an Executive Director who also shall serve as the Secretary and Treasurer of the Corporation.

Section 2. President.—The President shall preside at all meetings of the Society, shall be Chairman of the Council, shall appoint all committees, including those established by the Council, and shall perform all other duties incident to this office.

In the absence of the President, or upon his inability to serve, the duties shall be assumed by the President-Elect. In the event neither can serve, the duties shall be assumed by the Vice-President. In the event none of the three can serve, the Council shall appoint a President pro tempore.

Section 3. President-Elect.—The President-Elect shall be assigned specific executive and functional duties by the President, designed to assist him in preparing for the presidency.

Section 4. Vice-President.—The Vice-President shall be assigned duties by the President.

Section 5. Executive Director

Clause A—Selection and Tenure—The Executive Director shall be selected by a majority vote of the Council. He shall serve at the pleasure of the Council; provided, however, that a 90-day notice is required of either party wishing to terminate his services.

Clause B—Duties and Responsibilities

1. The Executive Director shall be the Executive Officer of the Society under the general direction of the Council and also shall serve as Corporate Secretary and Treasurer.
2. The Executive Director shall be responsible for executing the objectives, policies and programs developed by the Council and membership, and for all those administrative and managerial decisions, duties, and activities normally associated with carrying on the affairs of such a society through its offices, staff, Council, committees, appointed representatives, Administrative and Operating Sections, and chapters. He shall issue notices of annual or special meetings, present a report to the Society at its annual meeting, and carry out other duties as assigned by, or assumed under, the broad policies of the Council.
3. The Executive Director, as the Corporate Treasurer, shall be responsible for all funds of the Society except for the management of the permanent fund, which shall be under the supervision of the Board of Trustees (see Article VIII, Section 3, Clause A). Assets in the general-fund accounts shall be made subject to the single signature of the Executive Director or other voting members approved by the Council.
4. The Executive Director shall be responsible for the safekeeping of the permanent funds, including securities and other investments. Transactions involving permanent fund monies shall be subject to the dual signatures of both the Executive Director and a Trustee or other voting member designated by the Board of Trustees.

5. The Executive Director and other general fund signatories shall be bonded at the Society's expense in the amount specified by the Council. An independent audit shall be made of his accounts at the close of each fiscal year, as directed by the President, prior to reporting at the annual meeting.

ARTICLE VI. ELECTIONS AND FILLING OF OFFICES

Section 1. Nominations.—Before June 1 of each year, the President shall appoint a Nominating Committee of five voting members, and a Ballot Certification Committee of three voting members, and before September 1 of that year, said Nominating Committee shall submit to the Executive Director the names of two available voting members as nominees for each office to be vacated, except President, but including those of Section Representatives. The committee nominations shall be published in the October issue of *The Wildlife Society News*. Within 30 days of the date of mailing of said issue, the names of additional available nominees may be submitted by any voting member in good standing, and any such nomination shall be valid if supported by five percent of the voting membership within the area to be represented.

Section 2. Balloting

Clause A—Method—The President-Elect, Vice-President, and Section Representatives shall be elected by mail ballot. The Executive Director shall mail to all voting members in good standing an election ballot bearing the Nominating Committee's nominations and those made by the membership as herein provided. Thirty days will be allowed for the election ballots to be returned to the Executive Director. The nominee receiving the largest vote for each office shall be declared elected. In the event of a tie, the selection shall be made by a majority vote of the Council.

Clause B—Ballot Certification—The three-member Ballot Certification Committee shall verify election and other parent Society ballots, and shall report the results in *The Wildlife Society News*.

Section 3. Tenure of Office

Clause A—The President-Elect and Vice-President—The President-Elect and Vice-President shall serve until the close of the annual meeting of the calendar year following their election at which time the President-Elect shall be installed as President.

Clause B—Vice-President—The Vice-President shall be eligible for reelection for one additional one-year term.

Clause C—Section Representatives—Section Representatives shall serve for three-year terms, overlapping so that one-third, more or less, of the Section Representatives shall be nominated and elected each year, and shall take office at the close of the annual meeting following their election. Section Representatives shall be ineligible to succeed themselves after two consecutive full terms.

Section 4. Vacancies.—Vacancies among the offices shall be filled from the membership by a majority vote of the Council, for the unexpired term of the office, or until the next regular election.

ARTICLE VII. MEETINGS

Section 1. Member Meetings

Clause A—Parent

1. Unless the Council directs otherwise, the annual meeting of the Society shall be held in March of each year. Other meetings may be held at such time and place as designated by the Council.
2. Due notice of parent Society member meetings shall be given to all members at least 30 days in advance through *The Wildlife Society News*, or by letter or card to their last known mail address.

3. A quorum shall be those voting members who, after receipt of due notice, are in attendance and number at least 100.
4. The order of business and parliamentary procedures at the annual meeting of the Society, unless changed by a majority vote of the voting members present, shall follow Robert's Rules of Order.
5. Resolutions proposed for consideration at any meeting of the Society, except for expressions of appreciation, must have prior approval of a majority of the Council, and if approved subsequently by a majority of a quorum of voting members attending the Society meeting, such resolutions shall represent the official view or recommendations of the Society (see Article IX, Section 1).

Clause B—Other—Section and chapter meetings shall be held in accordance with the bylaws adopted by each group. The Wildlife Society encourages its members, chapters, and sections to hold, sponsor, or join other natural resource groups in sponsoring seminars, symposia, student conclaves, conferences, and other meetings for the purposes of exchanging scientific and professional experience and knowledge and otherwise promoting the objectives of the Society. Such meetings may involve any geographic area regardless of chapter and section boundaries and may be financed through sources such as dues, registration fees, and sales.

Section 2. Council Meetings

Clause A—Frequency and Notice—The regular annual meeting of the Council shall be held shortly preceding the Society's annual meeting or at such time and place as the Council may select. Special meetings of the Council may be called by the President or upon written request of three Council members when, in his or their opinion, the business of the Council so requires. Notice shall be addressed to all Council members at least ten days prior to said meetings.

Clause B—Proxies—In the event a member of the Council is unable to attend a meeting, he is authorized to appoint any qualified voting member of the Society as an alternate, provided that he has so notified the President in writing. The appointment of any alternate to act for a member of the Council shall be recorded in the minutes of the meeting.

Clause C—Quorum—Five members of the Council shall constitute a meeting quorum for the transaction of business.

ARTICLE VIII. ADMINISTRATIVE AND FISCAL MANAGEMENT

Section 1. General.—The administrative and fiscal affairs of The Wildlife Society shall be conducted by the Executive Director under the general supervision and direction of the Council and the Trustees of The Wildlife Society (see Article V, Section 5, Clause B).

Section 2. Fiscal Year.—The fiscal year of the Society shall end at the close of the last day of December.

Section 3. Financial Affairs

Clause A—Board of Trustees—A Board of Trustees, consisting of three voting members, shall be appointed by the Council to manage the assets in the permanent fund of the Society. One Trustee shall be appointed at each annual meeting of the Council for a term of three years. The Trustee with the longest current consecutive service on the Board shall be the Chairman. In case of vacancies caused by resignation, death, or incapacitation, successors shall be appointed by the Council for the remainder of the unexpired term.

Clause B—Administration of Assets

1. Income from dues payments of all classes of membership shall be administered for operating purposes in the general fund.

2. The Council may accept in the name of the Corporation, any bequests, grants, trusts, or other assets made for the purpose of advancing the aims and objectives of the Society, and when so accepted the Council shall determine their disposition to the general fund or permanent fund. The Board of Trustees shall have the power to receive and administer securities, funds or other property, real and personal, which have been placed in the permanent fund.
3. The Board of Trustees shall control the permanent fund of the Society and shall have full power to authorize, by a majority vote, the Executive Director, as prescribed in Article V, Section 5, to invest or reinvest in securities or other investment properties and to sell, transfer, and assign such assets including the right to execute proxies, transfer documents, and other legal papers related to such assets in the name of the Society. However, the exercise of such actions shall not be in contravention of the terms under which any such property was accepted from the donor or deviser.
4. When any or all of the assets in the permanent fund are required for Society business, and when so instructed by a majority vote of the Council, the Board of Trustees shall order the Executive Director to effect any necessary liquidation of assets and/or transfer the stipulated amount to the general fund account for use as directed by the Council.

ARTICLE IX. RESOLUTIONS AND PUBLIC STATEMENTS

Section 1. Council.—Notwithstanding the provision of Article VII, Section 1, Clause A-5, the Council shall, as need arises, formulate and publish statements expressing the position or attitude of the Society on matters coming under the provision of Article I of the Bylaws. When an issue is known to be highly controversial, with the membership holding widely divergent opinions, the views of the members shall be solicited.

Whenever issues can be foreseen, position statements shall be formulated by a committee appointed for this purpose, and those statements shall be submitted for referendum ballot to the membership at large following approval by the Council. As a matter of policy, the Council shall not take a position on a specific legislative bill, but may express its views on the principles involved in proposed legislation. When immediate action is necessary, the Council may issue on its own authority an interim position statement; such interim statements shall be subject to review by the above committee prior to a referendum ballot.

Section 2. Operating Sections and Chapters.—Operating sections and chapters are authorized to publish statements pertaining to issues in their locale: (1) In lieu of existing Society position statements; and (2) when the content of the statement falls within the established policy of the Society. They shall not publish statements in conflict with policy of the Society without prior approval of the Council. Request for adoption of new position statements shall be acted upon by the Council within 90 days following receipt of same at the Executive Director's office. Such action shall be in accordance with procedures indicated in Article IX, Section 1.

ARTICLE X. PUBLICATIONS

Section 1. Publications.—The Society shall issue serial publications such as *The Journal of Wildlife Management*, *Wildlife Monographs*, and *The Wildlife Society News* (see Article III, Section 2, Clause C-2). These publications shall be copyrighted at the discretion of the Council.

Section 2. Publication Staff.—The Editor of *The Journal of Wildlife Management*, the Editor of *Wildlife Monographs*, and the Editor of *The Wildlife Society News* shall be appointed by the Council and shall serve until their successors are appointed. They shall be responsible for all matters relating to the publications of the Society, subject to broad policies developed by the Council.

They shall serve as advisors to the Council. The Council may pay the Editors a salary or an honorarium and expenses at its discretion.

ARTICLE XI. DISSOLUTION

Upon dissolution of The Wildlife Society, Inc., the Council shall distribute the assets and accrued income of the Society, as determined by the Council, to one or more organizations who subscribe to the objectives of The Wildlife Society and who comply with U. S. Internal Revenue requirements for scientific and educational exemption status.

ARTICLE XII. AMENDMENTS TO BYLAWS

Section 1. Origin.—Amendments to these Bylaws may be ordered to be submitted to the voting membership for action either

by a majority vote of the voting members present at any annual meeting of the Society, or by a majority of the Council.

Section 2. Adoption.—These Bylaws may be altered or amended by a majority vote of the voting members present at any regular or special meeting of the Society, if advance notice of the proposed changes is contained in the notice of the meeting; provided, however, that any voting member unable to attend a meeting may request the Executive Director in writing before such meeting to register a vote for him either for or against the amendment in question and such votes shall be counted with the votes of the voting members present. These Bylaws may also be altered or amended by a majority of the voting members who return ballots in response to a proposed amendment, notice of which must have been mailed to all voting members at least 30 days prior to the close of the ballot. The results of all such ballots shall be filed with the permanent records.

THE WILDLIFE SOCIETY
OF
AMERICA

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ARTICLE I
 PURPOSE AND SCOPE
 The purpose of this Society shall be to conserve and protect the wild life and natural resources of the State of Idaho and to promote the study of the same.

ARTICLE II
 NAME
 The name of this Society shall be THE WILDLIFE SOCIETY OF IDAHO.

ARTICLE III
 OBJECTS
 The objects of this Society shall be to conserve and protect the wild life and natural resources of the State of Idaho and to promote the study of the same.

ARTICLE IV
 MEMBERSHIP
 Any person who is interested in the objects of this Society may become a member thereof.

ARTICLE V
 OFFICERS
 The officers of this Society shall be a President, Vice-President, Secretary, Treasurer, and a Board of Directors.

ARTICLE VI
 FINANCES
 The financial affairs of this Society shall be managed by the Treasurer and the Board of Directors.

ARTICLE VII
 AMENDMENTS
 The Bylaws of this Society may be amended from time to time by a majority vote of the members.

ARTICLE VIII
 DURATION
 This Society shall continue in existence until dissolved by the members.

**THE WILDLIFE SOCIETY
 OF
 IDAHO
 BYLAWS**

THE WILDLIFE SOCIETY
 SUITE S-176, 3900 WISCONSIN AVE., N.W.
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