

BYLAWS OF THE SAN FRANCISCO BAY AREA CHAPTER OF THE WILDLIFE SOCIETY

(Update to previous version approved by The Wildlife Society: February 19, 2002)

Organized: March 2, 1966

ARTICLE I – NAME, AREA, AND AFFILIATION

Section 1 –

NAME – The name of the organization shall be the San Francisco Bay Area Chapter of The Wildlife Society (hereafter, referred to as “SFBayTWS” or “Chapter”).

Section 2 –

AREA – The Chapter shall have as its area of organization the San Francisco Bay Area including the counties of Marin, Sonoma, Lake, Napa, Solano, Contra Costa, Alameda, Santa Clara, Santa Cruz, San Mateo, and San Francisco.

Section 3 –

CRITERIA FOR AFFILIATION – The Chapter shall conform to Bylaws, Code of Ethics, objectives, policies, and positions as adopted by The Wildlife Society, Inc.¹ (hereafter The Wildlife Society, Inc., may be referred to as “the Society”.)

ARTICLE II – OBJECTIVES

Section 1 –

OBJECTIVES – Consistent with the objectives of the Society, the Chapter objectives are:

- 1) To develop and promote sound stewardship of wildlife resources and of the environments upon which wildlife and humans depend;
- 2) To undertake an active role in preventing and mitigating human-induced environmental degradation;
- 3) To provide training and development opportunities for wildlife professionals, and recruit and train the next generation of wildlife professionals;
- 4) To increase awareness and appreciation of wildlife values; and

¹ Incorporated in 1948 under the laws of the District of Columbia

5) To seek the highest standards in all activities of the wildlife profession.

Section 2 –

IMPLEMENTATION – To aid in the achievement of these objectives, the Chapter proposes to:

- 1) Provide opportunities for members to meet and develop a sense of community both professionally and socially through meetings and special events;
- 2) Provide professional development opportunities and training;
- 3) Raise public awareness regarding wildlife issues in the San Francisco Bay Area;
- 4) Respond to federal, state, and local policies that affect our profession;
- 5) Foster and support student chapters and promote diversity; and
- 6) Encourage communication between members and the public to promote better understanding of wildlife science and issues.

ARTICLE III – CHAPTER YEAR

The Chapter operating and fiscal year shall begin January 1.

ARTICLE IV – MEMBERSHIP

Section 1 –

VOTING MEMBER – Voting membership in the Chapter shall be available to any Chapter member in good standing who resides or conducts professional activities within the organizational area of the Chapter (Article I, Section 2). Only Chapter Voting Members may officially represent the Chapter on business of the Society by Board or officer appointment. Only Chapter Voting Members who are members of the Society may hold office in the Chapter.

Section 2 –

OTHER MEMBER – Other membership in the Chapter shall be available to any person who resides and works outside of the Chapter's organizational area (Article I, Section 2), and who has an interest in the objectives and activities of the Chapter. Other Members shall be entitled to all rights, privileges, and responsibilities of Chapter Voting Members, including voting in Chapter elections, except those reserved for Chapter Voting Members (Article IV, Section 1).

Section 3 –

CHARTER MEMBER – Voting and Other Members in good standing on the membership rolls as of March 2, 1966 shall be considered Charter Members.

Section 4 –

HONORARY MEMBER – Honorary Members of the Chapter shall be persons who, by a majority vote of all Chapter members, have been thus recognized for their achievements. A Chapter Honorary Member need not pay Chapter dues.

Section 5 –

DUES – Annual dues of \$10.00 per year or \$25.00 per 3-years shall be payable by each member, for compilation by the Chapter Treasurer. The membership period will commence with the date of payment. Chapter dues also may be paid to the Society’s headquarters, along with Society dues and optional Section dues, and subsequently will be remitted to the Chapter. Chapter dues may also be paid to the Section, and subsequently will be remitted to the Chapter.

Section 6 –

RESIGNATION – Members will be considered to have resigned if annual Chapter dues are not paid by their membership expiration date.

Section 7 –

REINSTATEMENT – Persons who are dropped from the rolls of the Chapter for resignation may be reinstated into membership in the Chapter upon payment of appropriate dues.

ARTICLE V – EXECUTIVE BOARD AND OFFICERS

Section 1 –

EXECUTIVE BOARD – The Executive Board shall act as the governing body for the Chapter and shall be composed of the elected President, President-Elect, Immediate Past-President, and Chapter Representative to the Western Section, as well as the appointed Secretary, Treasurer, Committee Chairpersons, Newsletter Editor, Media Director, and Historian. All Executive Board positions have voting rights during Executive Board meetings. Detailed duties of each position will be described in a Standard Operating Procedure document to be maintained by the Secretary and updated by the relevant board member when needed.

Section 2 –

ELECTED OFFICERS – Elected Officers of the Chapter shall consist of a President, President-Elect (who shall serve as Vice President), Immediate Past-President, and Chapter Representative to the Western Section. Their duties are:

Clause A – PRESIDENT – The President shall have general supervision of the Chapter officers, shall appoint, with the advice of the Executive Board, Chairpersons of all regular and special committees, shall preside as Chairperson at meetings of the Executive Board, and shall be an ex-officio member of all committees, except the Nominating and Elections Committee. The President may represent the Chapter or appoint alternate representatives to other Chapter, Section or Society boards, committees or meetings. The President shall serve a term of one year.

Clause B – PRESIDENT-ELECT – The President-Elect shall assume the duties of the President in the absence or upon the inability of the President to serve and shall perform any duties assigned by the President. In the event the President-Elect cannot serve in the President's absence, the Executive Board shall appoint a President, pro tempore. The President-Elect shall serve a term of one year and succeeds to the office of President.

Clause C – IMMEDIATE PAST-PRESIDENT – The President succeeds to the office of Immediate Past President for a one-year term and shall be assigned specific duties by the President.

Clause D – CHAPTER REPRESENTATIVE TO THE WESTERN SECTION – The Chapter Representative shall represent the Chapter in Western Section affairs. This person shall represent and serve as liaison to the Section for the Chapter, provide the editor of the Section newsletter with news and items of interest from the Chapter area, and serve as a contact among the Section, Chapters, and members in their respective areas. The Chapter Representative shall serve for a term of two years.

Section 3 –

APPOINTED OFFICERS -- Appointed Officers for vacant positions are appointed by the incoming President as soon as practical after taking office, and shall include Secretary, Treasurer, Newsletter Editor, Media Director, Historian, and Committee Chairpersons. The term of all appointed officers except the Professional Development Chairperson is two years from date of appointment by the President. The Professional Development Chairperson will serve for a term of 3 years and during their third and final year will serve along with the incoming Professional Development Chairperson. Their duties are:

Clause A – SECRETARY – The Secretary shall be responsible for the files of the Chapter, and for recording and issuance of the minutes of Chapter meetings. Duties shall also include maintenance of membership rolls, and providing minutes, and other correspondence, to the Media Director for sharing with members.

Clause B – TREASURER – The Treasurer shall be responsible for the funds of the Chapter. The Treasurer shall provide financial updates at Executive Board meetings and shall submit a complete financial report once a year at the annual Chapter meeting during the Western Section conference. Duties also shall include the receipt and disbursement of dues, workshop and activity registrations, and other funds, and preparing and submitting annual tax forms to the Society.

Clause C – NEWSLETTER EDITOR – The Newsletter Editor shall be responsible for the

production of the Chapter Newsletter. Information included in the Newsletter is selected and edited by the Newsletter Editor with input from the Chapter Officers. The Newsletter contains summaries of Chapter business, officers' reports, and pertinent information of interest to the membership.

Clause D – MEDIA DIRECTOR – The Media Director shall be responsible for maintaining the Chapter website and social media.

Clause E – HISTORIAN – The Historian shall be responsible for documenting and cataloging the Chapter's past programs and accomplishments. Historical records shall include, but are not limited to, charter and petition, Bylaws, lists of officers by year (including start and end dates of term), complete membership lists (at sequential intervals), newsletters, awards, workshop advertisements and materials, meeting minutes, photographs, and written actions such as resolutions and position statements.

Clause F – COMMITTEE CHAIRPERSONS – The Committee Chairpersons shall be responsible for leading the following committees:

CONSERVATION AFFAIRS – This committee reviews legislative proposals, administrative regulations, environmental assessments and impact statements, and other subjects or issues affecting wildlife or wildlife habitat within the organizational area of the Chapter and makes recommendations to the Executive Board for any action that should be taken by the Chapter. The Chairperson may ask any Chapter member to assist with reviews.

PROFESSIONAL DEVELOPMENT – The Professional Development Committee (PDC) shall develop workshops, conferences, and symposia on current topics or needs of wildlife professionals. This committee shall coordinate with the Section PDC to avoid redundancy with other Chapter and Section PDC offerings.

PUBLIC OUTREACH – This committee shall plan events (e.g., socials, lectures, community events) that raise the public's awareness about the Chapter, the wildlife profession and local wildlife. These events may be co-hosted with other organizations with similar objectives, and/or which focus their work on outreach to the local community, especially sections of the community that are under-represented in the wildlife biology field with the goal of increasing gender and ethnic diversity.

STUDENT AFFAIRS – This committee shall promote increased student involvement within the natural resources field, provide an opportunity to link and maintain connectivity with all universities and colleges in the Chapter, act as a liaison between the Chapter and Bay Area student chapters, and provide education and professional development opportunities to the student body at large.

DIVERSITY – This committee shall proactively support increased diversity within the natural resources field with respect to all forms of diversity, including gender, orientation, race, age, and economic status. The committee may work with the Section Diversity Committee to identify programs to support and encourage diversity.

ARTICLE VI – ELECTIONS AND APPOINTMENTS

Section 1 –

ELECTIONS – An ad-hoc Nominations and Elections Committee of three members of the Executive Board (Article V, Section 1) of the Chapter shall prepare, to the extent possible, a slate of two candidates for each of the elected positions, namely: President-Elect and Chapter Representative to the Western Section.

Clause A – All nominees must be Chapter Voting Members (Article IV, Section 1).

Clause B – Prior approval shall be obtained from said candidates.

Clause C – The nomination slate shall be submitted to the membership at least two weeks prior to the Election, during or prior to the Annual Chapter meeting (“Annual Meeting”, which may be held at the Section’s Annual Meeting. The Nominations and Elections Committee may organize electronic (email) balloting as an alternative to holding elections at the annual Chapter meeting. The nomination slate and email ballot shall be submitted to the membership two weeks prior to the induction of new officers.

Clause D – Additional nominees may be added to the slate upon the signed support of six or more members, provided prior approval has been obtained from each nominee.

Clause E – Electronic ballots shall be received from the members by the Secretary and shall be counted by the ad-hoc Nominations and Elections Committee. For ballot counting purposes, the President shall appoint a replacement for any member of the Nominations and Elections Committee who has been nominated for an office.

Clause F – Members in arrears shall forfeit their right to vote during the period of their delinquency.

Clause G – The candidate receiving the largest number of votes on the electronic ballot shall be declared elected. No one may hold more than one elected position simultaneously.

Section 2 –

APPOINTMENTS – The incoming President shall appoint vacant positions for Committee Chairpersons. The term is two years from date of appointment by the President. Committee Chair duties are described in Article V, Section 3, Clause F.

Clause A – COMMITTEES – All committees shall be accountable to the Executive Board, under general supervision of the President. All committees shall serve until new committees are appointed in their stead or until the duties assigned to the committees have been discharged.

The President shall consider suggestions of the Executive Board in appointing Chairpersons of all regular standing committees, and special committees such as awards and hospitality.

Committee Chairpersons shall complete their committee's charges with the President's assistance. All Committee Chairpersons shall complete a written summary of committee activities to the President and the Secretary before the close of each annual Chapter business meeting.

Section 3 –

TERM OF OFFICE – Executive Board members (Elected and Appointed) must:

Be Voting Members of the Society;

Serve for one year for President-Elect and two years for Chapter Representative to the Section;

Be installed at the Western Section Annual Chapter meeting or as soon as possible thereafter;

Take office immediately following the Western Section Annual Chapter Meeting, and unless re-elected, terminate their duties at the conclusion of their term at the Western Section Annual Meeting, or at such time as their successors are elected or appointed and installed.

A member may be elected or appointed for no more than three consecutive terms in the same position.

Section 4 –

VACANCIES – If the office of the President is vacated for any reason, the President-Elect shall assume the duties of the President for the balance of the unexpired term of the President. All other vacancies in any unexpired term of an elected office shall be filled through appointment by the Executive Board, although an appointed President-Elect shall serve only until the next scheduled Chapter election where the membership shall elect the next President. All appointees must be Voting Members of the Chapter and the Society.

ARTICLE VII – MEETINGS

Section 1 –

REGULAR MEETINGS – Regular membership meetings shall be held at such times and places as determined and published by the Executive Board.

Clause A – ANNUAL MEETINGS – The regular meeting shall be known as the Annual Meeting, and shall be for the purpose of installing officers, receiving reports of officers and committees, and for any other business that may arise. The Annual Meeting generally takes place at the Western Section Annual Meeting in January or February of each year.

Clause B – MEETING NOTICE – Members must be notified at least two weeks prior to Annual and regular meetings and at least seven days prior to special meetings.

Clause C- QUORUM – The quorum for the Annual Meeting of the Chapter shall be over 50 percent of the membership or ten members in good standing, whichever is less. The quorum for the regular Chapter meeting shall be no less than half of the Executive Board.

Clause D – MEETING RULES – Order of business and parliamentary procedures at Chapter meetings shall follow the Standard Code of Parliamentary Procedures, latest revision.

Clause E – BYLAWS – Chapter Bylaws shall be available for inspection during every meeting. If these Bylaws are revised, the new revision must be approved by the Society before becoming effective.

Clause F – ATTENDANCE – Members may attend Board meetings, but may participate therein only when asked to do so, and they may not vote at such meetings.

Section 2 –

SPECIAL MEETINGS – Special meetings may be called by the Executive Board at any time, provided due notice (see Article VI, Section 1C) and the purpose of the call are given.

Clause A – Only those items listed in the call for a special meeting shall be acted upon at the special meeting.

Clause B – All clauses under Section 1 of this Article apply as well to special meetings.

ARTICLE VIII – CHAPTER MANAGEMENT AND FINANCES

Section 1 –

EXECUTIVE BOARD CONDUCT – The Chapter shall be governed by an Executive Board (Article V, Section I) that shall conduct its affairs in conformance with the provisions of these Bylaws, and those of the Society. The Board is authorized to act for the Chapter between meetings and shall report its interim actions to the members at each succeeding membership meeting or make the Board Meeting Minutes available to the membership by posting on the Chapter website or other electronic distribution. Any action of the Board may be overridden by two-thirds of the Voting Members attending a membership meeting.

Section 2 –

FINANCE – Funds of the Chapter shall be under the supervision of the Executive Board and shall be handled by the Treasurer. The financial records of the Bay Area Chapter shall be periodically examined by the Audit Committee (Article VIII, Section 2G).

Clause A – The Treasurer need not be bonded.

Clause B – Funds shall be derived from dues, special assessment, workshops, contributions, and special activities.

Clause C – Funds shall be placed in a federally-insured bank or savings and loan association.

Section 3 –

REPORTS – Within 20 days after an election or other official action(s) the Secretary shall report such action(s) to the Executive Director of the Society, the Section Representative, and the Section President. An annual report from the Secretary shall be forwarded to these same parties. A statement of calendar-year income and expenses, together with starting and ending balances, must be prepared by the Treasurer and submitted by the Secretary to the Executive Director of the Society in January of each year for federal tax reporting by the Society office.

Section 4 –

FILES – The Chapter shall maintain a file containing: Bylaws of the Society, the Western Section and the Chapter; minutes of all regular and special meetings of the membership and of the Executive Board; correspondence pertinent to Chapter affairs; all committee reports, financial statements and records; and all other material designated as pertinent by the Executive Board. A “procedure for filing” shall be kept in the Chapter file for the guidance of each succeeding Secretary. A Chapter “Operations Manual” will be maintained by the Chapter President and a written record of transfer of this manual to the incoming President will be maintained.

Section 5 –

RESOLUTIONS AND PUBLIC STATEMENTS – Two or more members may submit resolutions or statements to the Chapter President for possible consideration by the Executive Board. These shall be accepted or rejected by the Board and, if involving new policy, prepared for submission to the Chapter membership. Such new items must be approved by two-thirds of the Chapter membership voting and must be transmitted to the Society, the Western Section Representative, and Western Section President, if approved. Actions falling within previously established Chapter policies may be carried out by any Chapter officer upon unanimous approval of the Executive Board. On issues where there are no previously established Chapter policies and that demand action on a reasonably short notice, where there are not previously established Chapter policies, the President, or designated representative, may present a public statement on behalf of the Chapter provided that:

1) the concept of the statement be brought to the Executive Board’s attention and is accepted by them prior to public issuing of the statement; and

2) copies of the statement are sent to the membership within 15 days after public issuing of the statement. Furthermore, the Chapter may issue statements pertaining to subjects in its locale:

a) when the content of the statement falls within the established policy of the Society; and

b) in the absence of existing Society position statements by the Society.

The Chapter will not publish statements which may be in conflict with the policy of the Society without prior approval of the Society's Council. All statements will follow the "TWS Policy Guidelines on Position Statements" in the Operations Manual and conform to the Society's policy regarding position statements. The Chapter membership, the Society, the Section Representative, and the Section President must receive copies of any Resolution or Public Statement within 15 days of such action.

ARTICLE IX – DISSOLUTION

Section 1 –

STANDARDS TO CONTINUE – The Chapter must continue to demonstrate its viability to the Council of The Wildlife Society by meeting the following standards: a) complying with the criteria for affiliation (Article 1, Section 3), b) submitting the required reports to The Wildlife Society (Article VII, Section 3), and c) fulfilling the purposes and intent of these bylaws. The Council of The Wildlife Society may dissolve the Chapter following a 1 year grace period during which time the Chapter can come back into compliance.

Section 2 –

DISSOLUTION – The Council of The Wildlife Society may dissolve the Chapter, following a 1 year grace period during which time the Chapter can come back into compliance, if (1) it finds the Chapter is not meeting the standards established in Article IX, Section 1 and/or (2) if the Chapter fails to file required IRS reports, as set out in Article VI, Section 3, for 3 consecutive years. Upon dissolution of the San Francisco Bay Area Chapter of The Wildlife Society, its Executive Board shall transfer all assets, accrued income, and other properties to the Council of The Wildlife Society with the understanding that said assets be held for a maximum of five years from the date of dissolution of the Chapter, for redistribution to another chapter that may be established in approximately the same geographical area within said five-year period. If another chapter is not established within said area and period of time, the Society Council may use or distribute all assets, accrued income, and other properties as best determined by The Council in accordance with Society Bylaws.

ARTICLE X – AMENDMENT TO BYLAWS

Section 1 –

PROCEDURE – These Bylaws may be altered or amended by a majority of Chapter members voting at any Annual or special meeting if due advance notice of the proposed changes (Article VII, Section 1B) is followed. A member who will be absent from the meeting may vote electronically (Article VI, Section 1E).

Section 2 –

CONFORMANCE – No amendment to these Bylaws shall be enacted which results in conflict with the Society Bylaws. If these Bylaws are revised, the new revision must be approved by the Society before becoming effective.