

BYLAWS OF THE SAN FRANCISCO BAY AREA CHAPTER  
OF THE WILDLIFE SOCIETY<sup>1</sup>

(Approved by The Wildlife Society: February 19, 2002)

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 a The Bay Area Chapter.)

Section 2 - AREA - This Chapter shall have as its area of organization the San Francisco Bay Area including the counties of Marin, Sonoma, Mendocino, Lake, Napa, Solano, Contra Costa, Alameda, Santa Clara, Santa Cruz, San Mateo, and San Francisco.

Section 3 - CRITERIA FOR AFFILIATION - The Bay Area Chapter shall conform to Bylaws, Code of Ethics, objectives, policies, and positions as adopted by The Wildlife Society, Inc. (Hereinafter The Wildlife Society, Inc., may be referred to as The Society.)

ARTICLE II - OBJECTIVES

Section 1 - OBJECTIVES - Consistent with the objective of The Wildlife Society, the Bay Area Chapter objectives are:

- 1) to encourage high standards of professional achievement;
- 2) to develop a better liaison among individuals in The Chapter and in the Society;
- 3) to undertake an active role in preventing human induced environmental degradation;
- 4) to further public awareness of the high standards, intent, and professionalism of The Wildlife Society.

Section 2 - IMPLEMENTATION - To aid in the achievement of these objectives, this 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) evaluate proposed or enacted societal actions that could affect wildlife;
- 3) Recognize and commend outstanding achievements in wildlife biology and management;
- 4) Focus the aims and objectives of The Wildlife Society and the Western Section upon wildlife needs, problems, and events in the San Francisco Bay Area;
- 5) Encourage communication between members and non-members to promote better resource management.

ARTICLE III - CHAPTER YEAR

The Chapter operating and fiscal year shall begin January 1.

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<sup>1</sup> The Wildlife Society was incorporated in 1948 under the laws of the District of Columbia.

## ARTICLE IV - MEMBERSHIP

Section 1 - VOTING MEMBER - Voting membership in the Bay Area Chapter shall be available to any Voting Member of The Society who resides or conducts professional activities within the organizational area of the Chapter (Article I, Section 2). Only Chapter Voting Members may hold office in the Chapter, vote on official matters affecting The Society, and officially represent the Chapter on business of The Society by Board or officer appointment.

Section 2 - OTHER MEMBER - Other membership in the San Francisco Bay Area Chapter shall be available to any person who, although either not a member of The Wildlife Society and/or resides and works outside of the Chapter's organizational area (Article I, Section 2), 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 - HONORARY MEMBER - Honorary Members of the Bay Area 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. Honorary Members who are Voting Members of The Society shall have the same rights and privileges as Chapter Voting Members (Article IV, Section 1). Honorary Members who are not Voting Members of The Society shall have the same rights and privileges as Other Members (Article IV, Section 2).

Section 4 - DUES - Annual dues of \$10.00 shall be payable by each member to the Secretary-Treasurer. Annual membership will be for the calendar year from January 1 through December 31. Members who have not paid their Wildlife Society dues shall lose their Voting Member status in the Bay Area Chapter. Annual Chapter dues also may be paid to The Society's headquarters, along with Section and Society dues, and subsequently will be remitted to the Chapter.

Section 5 - RESIGNATION - Members may resign at any time by giving notice to the Chapter's Secretary-Treasurer, or will be considered to have resigned if annual Chapter dues are not paid.

Section 6 - REINSTATEMENT - Persons who are dropped from the rolls of the Chapter for non-payment of dues or resignation may be reinstated into membership in the Chapter upon payment of appropriate dues.

## ARTICLE V - ELECTIONS AND OFFICERS

Section 1 - NOMINATING AND ELECTIONS COMMITTEE - The three-member Nominating and Elections Committee, selected by the Executive Board (Article VII, Section 1) of the Bay Area Chapter, shall prepare a slate of two candidates for each of the elective positions, namely: President-Elect, Secretary-Treasurer and one additional Executive Board member from the Chapter voting membership who shall be a Chapter Representative to the Western Section.

Clause A - All nominees must be 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 fall meeting at which officers will be elected. The Nominations and Elections Committee may organize mail balloting as an alternative to holding elections at the fall meeting. The nomination slate shall be submitted to the membership at least 30 days prior to the date of mail balloting.

Clause D - Additional nominees may be added to the Nominating and Elections Committee's slate upon the signed support of six or more members, provided prior approval has been obtained from each nominee.

Clause E - A member may be elected for no more than two consecutive terms in the same elective position.

Section 2 - BALLOTING - Written ballots shall be received from the members by the Secretary-Treasurer and shall be counted by the Nominating and Elections Committee. For ballot counting purposes, the President shall appoint a replacement for any member of the Nominating and Elections Committee who has been nominated for an office.

Clause A - Members in arrears shall forfeit their rights to vote during the period of their delinquency.

Clause B - A signed absentee ballot may be submitted to the Secretary-Treasurer by a member prior to the scheduled time for counting ballots.

Clause C - The candidate receiving the largest number of votes on the written ballot shall be declared elected. No one may hold more than one elective position simultaneously.

Section 3 - OFFICERS - Officers of the Bay Area Chapter shall consist of a President, President-Elect (who shall serve as Vice President), and Secretary-Treasurer. 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, Chairmen of all regular and special committees, shall preside as Chairman 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.

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.

Clause C - SECRETARY-TREASURER - The Secretary-Treasurer shall be responsible for the files, records, and funds of the Chapter, and shall submit complete financial reports to the last meeting of the person's term of office. Duties also shall include the receipt and disbursement of funds, and recording of the minutes of all meetings, the maintenance of the membership rolls, correspondence, and the issuance of meeting minutes.

Clause D - EXECUTIVE BOARD - The Executive Board shall act as the governing body for the Chapter and shall consist of the above named officers, the Past President, and the Chapter Representative.

Clause E - CHAPTER REPRESENTATIVE TO THE WESTERN SECTION - The Chapter Representative shall represent the Bay Area 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 Representative will assist the Section President by verifying mailing addresses, conducting membership drives, polling individual members, and assisting in routine Section business.

Section 4 - TERM OF OFFICE - The officers and Board members and the Chapter Representative must be Voting Members of The Wildlife Society, serve for approximately one year, be installed at the regular meeting in January, take office immediately following this meeting, and unless re-elected, terminate their duties at the conclusion of the next January meeting, or at such time as their successors are elected and installed.

Section 5 - 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 Wildlife Society.

#### ARTICLE VI - 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 in November or December 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.

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; and for Executive Board Meetings, three members of the Board.

Clause D - MEETING RULES - Order of business and parliamentary procedures at Chapter meetings shall follow Robert's Rules of Order, 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 the The Wildlife Society before becoming effective.

Section 2 - SPECIAL MEETINGS - Special meetings may be called by the Executive Board at any time, provided due notice (see Article VI, Section 1B) 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 - MANAGEMENT AND FINANCES

Section 1 - EXECUTIVE BOARD - The Bay Area Chapter shall be governed by an Executive Board composed of its officers, the immediate Past President, and the Chapter Representative to the Western Section.

Clause A - CONDUCT - The Executive Board 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. Any action of the Board may be overridden by two-thirds of the Voting Members attending a membership meeting.

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

Clause A - The Secretary-Treasurer need not be bonded.

Clause B - Funds shall be derived from dues, special assessment, work projects, 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-Treasurer shall report such action(s) to the Executive Director of The Society, the Western Section Representative, and the Western Section President. An annual report and activity time sheets from the Secretary-Treasurer shall be forwarded to these same parties. A statement of calendar-year income and expenses, together with starting and ending balances, must be submitted by the Secretary-Treasurer to the Executive Director of The Wildlife Society in January of each year for federal tax reporting by The Wildlife Society office.

Section 4 - FILES - The Chapter shall maintain a file containing: Bylaws of The Wildlife Society, the Western Section, and the Bay Area 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-Treasurer. A Chapter "Operations Manual" provided by The Society will be maintained by the Chapter President and a written record of transfer of this manual to the incoming President will be maintained and The Society will be notified of each such transfer.

Section 5 - RESOLUTIONS AND PUBLIC STATEMENTS - Two or more members may submit resolutions or statements to the Resolutions and Public Statements Committee (Article VIII, Section 2F) for possible consideration by the Chapter's 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 Wildlife 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 Bay Area Chapter may issue statement pertaining to subjects in its locale:

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

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

The Bay Area Chapter will not publish statements which may be in conflict with the policy of The Wildlife Society without prior approval of The Society's Council. All statements will follow the "Guidelines for Conservation Affairs Activities" (Appendix 4.421b of the Operations Manual) and conform to The Society's policy regarding conservation affairs (Appendix 4.421a of the Operations Manual). The Chapter membership, The Wildlife Society, the Western Section Representative, and the Western Section President must receive copies of any Resolution or Public Statement within 15 days of such action.

## ARTICLE VIII - COMMITTEES

Section 1 - APPOINTMENTS - The President shall consider suggestions of the Executive Board in appointing chairmen of all regular standing committees, except the Nominating and Elections Committee (Article V, Section 1), and special committees such as awards and hospitality. Committee chairmen shall complete their committees with the President's assistance. All committee chairmen shall submit a written summary of committee activities to the President and the Secretary-Treasurer before the close of each annual Chapter business meeting.

Section 2 - DUTIES OF STANDING COMMITTEES:

Clause A - NOMINATING AND ELECTIONS - See Article V, Section 1.

Clause B - MEMBERSHIP - This committee shall encourage the maximum number of qualified persons residing or working within the Chapter's organizational area to become members of The Wildlife Society, the Western Section, and the Bay Area Chapter.

Clause C - PROGRAM - This committee shall arrange programs of all regular and Annual meetings and provide the President with a proposed agenda for the Annual Meeting at least two months prior to the meeting date.

Clause D - CONSERVATION REVIEW - This committee shall review 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 make recommendations to the Executive Board for any action that should be taken by the Bay Area Chapter. The Chairman may ask any Chapter member to assist with reviews.

Clause E - EDUCATION AND INFORMATION - This committee shall seek and employ methods of informing the public of basic wildlife management concepts and of Chapter, Section and Society activities and interests.

Clause F - RESOLUTIONS AND PUBLIC STATEMENTS - This committee shall receive proposed resolutions and public statements from two or more members at any time, and shall prepare, submit and recommend action on such items to the Executive Board in accordance with Article VII, Section 5.

Clause G - AUDIT - This committee shall consist of a chairman and at least two additional members. It shall review the financial records and support documents of the Secretary-Treasurer at least annually. The Committee also shall review these records and documents prior to any change in the office of the Secretary-Treasurer.

Section 3 - ACCOUNTABILITY - All committees shall be accountable to the Executive Board, under general supervision of the President.

Section 4 - TENURE - All committees shall serve until new committees are appointed in their stead or until the duties assigned to the committee have been discharged.

## ARTICLE IX - DISSOLUTION

Upon dissolution of the 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 re-distribution 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 VI, Section 1B) is followed. A member who will be absent from the meeting may file an absentee ballot (Article V, Section 2B).

Section 2 - CONFORMANCE - No amendment to these Bylaws shall be enacted which results in conflict with The Wildlife Society Bylaws. If these Bylaws are revised, the new revision must be approved by The Society before becoming effective.