

BYLAWS
FOR THE
NEW ENGLAND CHAPTER OF THE WILDLIFE SOCIETY, INC.
Organized: March 16, 1979
Amended: November 17, 2010

Article I: Name, Area and Affiliation

Section 1: Name-- The name of this organization shall be the New England Chapter of The Wildlife Society, hereinafter referred to as "Chapter".

Section 2: Area-- This Chapter shall have as its area of organization the states of Connecticut, Massachusetts, New Hampshire, Rhode Island, and Vermont.

Section 3: Criteria for Affiliation-- The Chapter shall conform to the Bylaws, Code of Ethics, objectives, policies, and positions as adopted by The Wildlife Society, Inc.¹ (hereinafter referred to as "The Society").

Article II: Objectives

Section 1: Objectives-- Consistent with the objectives of The Society, the Chapter objectives are to:

1. provide a forum for the interchange and discussion of information and issues pertinent to scientific wildlife management and environmental concerns, especially as related to wildlife;
2. disseminate information pertinent to wildlife management in the New England area;

¹ The Wildlife Society was incorporated in 1948 under the laws of the District of Columbia.

3. communicate to The Society issues which the Chapter believes should be of major concern and to assist at the local level in the implementation of Society policies;

4. to identify, and provide professional expertise for legislation, projects, suits and other issues which may have an impact on wildlife;

5. to provide an opportunity for liaison among individual members, their Chapter, the Northeast Section, Section Representative, and The Society;

6. to promote professionalism among members of the Chapter.

Section 2: Implementation-- To aid in the achievement of these objectives, the Chapter proposes to:

1. evaluate the principles involved in proposed or enacted societal actions that could affect wildlife;

2. recognize and commend outstanding achievement in the wildlife field;

3. focus the aims and objectives of The Society and the Northeast Section of The Society upon professional wildlife needs, problems, and events on the local scene;

4. encourage communication between members and non-members to create climates under which the resource management arts will be used effectively.

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 member of The Society who resides or conducts professional activities within the organizational area of the Chapter as defined in Article I, Section 2, and who has an interest in the objectives of the Chapter. Only Voting Members may hold elective offices in the Chapter; vote on matters affecting Chapter policy; vote on matters affecting The Society; and represent the Chapter or the Northeast Section on Society business.

Section 2: Affiliate Member-- Affiliate membership in the Chapter shall be available to any person who, although either not a member of The Society and/or who resides or works outside the Chapter's organizational area (Article I, Section 2), is interested in the activities of the Chapter and is approved by the Membership Committee. An Affiliate Member is entitled to all rights, privileges, and responsibilities of Voting Members, including voting in Chapter elections, except those reserved for Chapter Voting Members (Article IV, Section 1).

Section 3: Dues-- Annual dues shall be payable by each member to the Secretary-Treasurer no later than May 1. Members who have not paid their Society dues shall lose their Voting Member status in the Chapter. Annual Chapter dues may also be paid to The Society's

headquarters office, along with Northeast Section and Society dues, wherefrom they will be remitted to the Chapter.

Section 4: Resignation-- Members may resign at any time by giving notice to the Chapter's Secretary-Treasurer.

Section 5: Reinstatement-- Persons who are dropped from the rolls of the Chapter for non-payment of dues may be reinstated into membership in the Chapter upon reapplication and payment of the appropriate dues.

Section 6: Charter Member-- Voting and Affiliate Members in good standing on membership rolls as of June 1, 1979, shall be considered Charter Members.

Section 7: Honorary Member-- Honorary Members of the Chapter shall be persons who, by a majority vote of the Executive Board and the Chairs of standing committees, have been thus recognized for distinguished service or outstanding achievement. Any voting member may submit nominate an individual for Honorary Membership. Nominations and any supporting documentation shall be sent to the Secretary-Treasurer and shall be accompanied by letters of support from at least 2 endorsers. 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 Affiliate Members (Article IV, Section 2).

Article V: Elections and Officers

Section 1: Nominating and Elections Committee-- The three- member Nominating and Elections Committee shall be appointed by the Executive Board (Article VII, Section 1) of the Chapter and shall prepare a slate of two candidates for each of the elective positions, namely: President; Vice President; Secretary-Treasurer; and five additional Executive Board members, known as State Representatives, from each of the five states within the Chapter's area of organization (Article I, Section 2), who shall be elected from and shall represent, the state in which they reside or conduct their professional business. Only those persons residing in or conducting their professional business within a particular state shall be eligible to elect the Executive Board member who shall represent that particular state.

Clause A-- all nominees must be Voting Members (Article IV, Section 1).

Clause B-- prior approval shall be obtained from said candidate.

Clause C-- said nominations slate shall be submitted to the membership at least thirty days prior to balloting.

Clause D-- additional nominees may be added to the Nominating and Election Committee's slate upon the signed support of six members.

Section 2: Balloting-- Balloting may be conducted by either electronic or written means. 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 by the membership.

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 the ballots. When electronic ballots are used, absentee balloting shall follow procedures approved by the Society.

Clause C-- the candidate receiving the largest number of votes on the ballot shall be declared elected. No one may hold two elective positions simultaneously.

Section 3: Officers-- Officers of the Chapter shall consist of a President, 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) Chairs of all regular and special committees, shall preside as Chair 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. After serving one term as President, unless re-elected, the President succeeds to the office of Past-President.

Clause B-- Vice President-- The Vice President shall assume the duties of the President in the absence of or upon the inability of the President to serve, and shall additionally perform any duties assigned by the President. Such duties shall include chairing of the Membership or Program Committee.

In the event the Vice President 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, the recording of the minutes of all meetings, the maintenance of the membership rolls, correspondence, and the issuance of meeting notices.

Clause D-- State Representatives-- The State Representatives

(Article V, Section 1) serve as full members of the Executive Board and represent the members within their respective states to the Executive Board. They shall also serve as full members of the Northeast Section Executive Committee and shall represent and serve as liaison to the Northeast Section from the Chapter and their respective states, provide the editor of the Northeast Section and Chapter newsletters with news and items of interest from the Chapter and their respective states, and serve as contacts for other Chapters within the Northeast Section. The State Representatives will also solicit nominees for awards (Article VIII, Section 2).

Clause E-- Executive Board-- The President, Vice President, Secretary-Treasurer, and the five duly-elected State Representatives, shall make up the Executive Board, which shall act as the governing body for the Chapter.

Section 4: Term of Office-- The officers and elected Board Members must be members of The Society. Unless re-elected, they will serve for approximately two years, are installed at the Annual Meeting, take office immediately following the Annual Meeting, and, unless re-elected, terminate their duties at the conclusion of the second Annual Meeting following their installation, or at such time as their successors are elected and installed. Notwithstanding the above, the term of the Past-President shall extend for approximately one year, from

installation as Past-President until the next following Annual Meeting.

Section 5: Vacancies-- If the office of President is vacated for any reason, the Vice President 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 Vice President shall serve only until the next scheduled Chapter election at which the membership shall elect the next President. All appointees must be Voting Members of the Chapter and The 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 Meeting-- the Regular Meeting in April shall be known as the Annual Meeting, and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Clause B-- Meeting Notice-- the members must be notified at least one month prior to Annual Meetings and Regular Meetings and at least 14 days prior to Special Meetings.

Clause C-- Quorum-- the quorum for the Annual Meeting of the Chapter shall be over fifty percent of the membership, or ten

members in good standing, whichever is less, and for Executive Board Meetings, five members of the Board.

Clause D-- Meeting Rules-- the rules contained in the latest revision of The Standard Code of Parliamentary Procedure shall govern meetings in all cases to which they are applicable, and in which they are consistent with the Bylaws and/or other special rules of the Chapter and The Society.

Clause E-- Bylaws-- the Bylaws of the Chapter shall be available for inspection during every meeting.

Section 2: Special Meetings-- Special Meetings may be called by the Executive Board at any time, provided due notice (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 shall apply as well to Special Meetings.

Article VII: Management and Finances

Section 1: Executive Board-- The Chapter shall be governed by an Executive Board composed of its officers and five members of the Chapter duly elected to the Board (Article V, Section 3, Clause D).

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 a two-thirds vote of the Voting Members attending a 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 Chapter shall be under the supervision of the Executive Board and shall be handled by the Secretary-Treasurer. The financial records of the Chapter shall be periodically examined by the Audit Committee (Article VIII, Section 2F).

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

Clause B-- funds shall be derived from dues, special assessments, work projects, and contributions.

Clause C-- funds shall be placed in a Federally-insured bank or savings and loan association.

Section 3: Reports-- Within twenty 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 Northeast Section Representative, and the Northeast Section President. The President shall submit an annual report of Chapter activities to these same parties. The Secretary-Treasurer shall submit a statement of calendar year income and expenses, together with

starting and ending balances, 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 the Bylaws of The Society, the Northeast 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-Treasurer. A copy of "The Wildlife Society Operations Manual" provided by The Society will be maintained by the 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-- Any two members may submit actions (resolutions or statements) to the Resolutions and Public Statements Committee (Article VIII, Section 2E) 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 Society, the Northeast Section Chairman, and the Northeast Section Representative, if

approved. Actions falling within previously established Chapter policies may be carried out by a Chapter officer upon unanimous approval of the Executive Board. 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 position statements by The Society.

The Chapter will not issue statements that may be in conflict with the policy of The Society without prior approval of The Society's Council. All statements will follow the "Guidelines for Wildlife Policy Activities" (Appendix 4.421 of The Society's Operations Manual). The Chapter membership, The Society, the Northeast Section Representative, and the Northeast 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 chairs of all regular standing Committees (except the Nominating and Elections Committee, as per Article V, Section 1) and special committees such as hospitality. Committee chairs shall complete their committees with the assistance of the President. All Committee chairs shall submit a

written summary of Committee activities to the President and the Secretary-Treasurer before the close of each Chapter Annual Meeting.

Section 2: Titles and 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 in the area to become members of The Society and the Chapter. As provided in Article IV, Section 2, the Committee will receive nominations and make recommendations to the Executive Board regarding approval of individuals seeking Affiliate Member status in the Chapter.

Clause C-- Programs-- this Committee shall arrange programs of all Regular and Annual Meetings and shall provide the President with a proposed agenda for the Annual Meeting at least 60 days prior to the meeting date.

Clause D-- Information and Education-- this Committee shall seek and employ methods of informing the public and the Chapter membership of the concepts, principles and issues relating to wildlife ecology and management and of Chapter and Society activities and interests.

Clause E-- Resolutions and Public Statements-- this Committee shall receive proposed resolutions or public

statements from 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 F-- Audit-- this Committee shall consist of a chair and at least two additional members. It shall review the financial records and supporting documents of the Secretary-Treasurer at least annually. The Committee shall also review these records and documents prior to any change in the office of the Secretary-Treasurer.

Clause G-- Bylaws-- this Committee shall consist of a chair and at least two additional members. This Committee shall conduct a Bylaws review and recommend such changes in the Chapter Bylaws as shall be needed for practical conformity to Society Bylaws; act upon recommendations of the Executive Board for revision or amendment of Chapter Bylaws; prepare such revisions or amendments in proper form for action by the Chapter; submit the same to the Secretary-Treasurer for action by members in accordance with Article X, Section 1; and submit any changes approved by the membership to The Society for approval.

Clause H-- Awards-- The Awards Committee shall consist of a chair and at least two additional members, who shall be Voting Members of the Chapter. This Committee shall develop criteria for (1) a Professional Achievement award, and (2) a

Certificate of Recognition, for noteworthy contributions by persons or organizations outside the wildlife profession. The Committee shall further seek, annually or as otherwise stipulated in the awards criteria, and recommend prospective recipients of these awards. Nominations must be made by Chapter members in good standing, excluding members of the Awards Committee. Nominations shall be submitted to the Chair of the Committee through the State Representatives no later than January 1 of the calendar year in which the award is to be presented. The Committee shall review the nominations and present its recommendations to the President no later than February 1. The Chapter officers (Article V, Section 3) shall, by majority vote, act on the recommendations of the Committee no later than 30 days prior to the Annual Meeting.

Section 3: Accountability-- All Committees shall be accountable to the Executive Board, under the 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 Chapter, its Executive Board shall transfer all assets, accrued income, and other properties to The Society. Said assets will be held for a period of not more than five years

from the date of dissolution of the Chapter for distribution to another chapter that may be established in approximately the same geographical area within the said five-year period. If another chapter is not established within said area and period of time, The Society's Council may use or distribute all assets, accrued income, and other properties as 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 the members voting by electronic or written ballot at or in advance of any Annual or Special Meeting if due advance notice of the proposed changes is given per Article VI, Section 1B, of these Bylaws. 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 that results in conflict with The Society's Bylaws. If these Bylaws are revised, the new revision must be approved by The Society before becoming effective.