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ARTICLE I. NAME, SCOPE, AND AFFILIATION

- **Section 1. NAME** — The name of this organization shall be the Wetlands Working Group of The Wildlife Society, hereinafter referred to as the Working Group.
- **Section 2. SCOPE** — The Wetlands Working Group shall have as its scope of organization the study and transfer of information relative to the promotion and enhancement of the responsible conservation of wetlands and wetland-dependent wildlife.
- **Section 3. AFFILIATION** — The Wetlands Working Group shall conform to Bylaws, Code of Ethics, goals, objectives, policies and positions adopted by The Wildlife Society, Inc. (Hereinafter, The Wildlife Society, Inc. may be referred to as The Wildlife Society or the Society.)

ARTICLE II. GOALS AND OBJECTIVES

- **Section 1. GOALS** — Consistent with the goals of The Wildlife Society, the Wetlands Working Group's goals are:
 - *Provide a forum for TWS members to exchange information among wildlife professionals around the world on matters of interest which impact or may impact wetlands and associated wildlife species.*
 - *Promote and enhance the responsible management of wetland resources through annual working group meetings, webinars, newsletters, scientific publications, and other forms of communications.*
- **Section 2. OBJECTIVES** — To aid in the achievement of these goals, this Working Group proposes to:

- *Provide mechanisms for members interested in wetland conservation policy issues to discuss strategies and tactics for achieving responsible wetland management.*
- *Provide mechanisms to help the wetlands conservation specialists within The Wildlife Society to understand recent developments that impact our profession.*
- *Provide mechanisms (including, but not limited to, workshops, webinars, and conferences) to help biologists, managers, administrators, and policy makers keep abreast of the latest tools and perspectives in wetland conservation.*
- *Provide a group of independent reviewers who will review technical reports and comment on assumptions, limitations, and interpretation of complex wetland-related issues.*
- *Sponsor development of a rapid communications network to benefit all wetland conservation practitioners.*
- *Promote development and strengthening of wetland science curricula in academic wildlife and other related programs.*
- *Develop technical reviews, position statements, and other materials in the area of wetland conservation and its application to wildlife management, research, and policy.*

ARTICLE III. MEMBERSHIP

- **Section 1. MEMBER** — Membership in the Wetlands Working Group shall be available to any member of The Wildlife Society with an interest in the ecology, restoration, and management of wetlands and wetland-dependent wildlife. Working Group membership shall be available only to members of The Wildlife Society.
- **Section 2. CHARTER MEMBER** — Members in good standing on the membership rolls as of (15 October 2012) shall be considered charter members.
- **Section 3. DUES** — Annual dues shall be payable by each Working Group member to The Wildlife Society headquarters no later than January 1. Annual dues shall not be less than \$5.00 per year and may be increased by majority vote of the Working Group members. Members who have not paid their Society dues shall lose their membership in the Working Group. The Society shall retain a minimum of \$1.00 of the dues of each Working Group member to partially defray expenses associated with collecting dues, maintaining membership lists, providing mailing labels, and other administrative assistance. The remaining portion of each Working Group member's dues shall be distributed to the Working Group. Dues received by the Working Group will be used to facilitate the goals and objectives set forth in the Bylaws, including fees associated with meetings, workshops, education, and advertisement.

ARTICLE IV. ELECTIONS, OFFICERS, AND EXECUTIVE BOARD

- **Section 1. NOMINATIONS** — The three-member Nominating and Elections Committee shall nominate a slate of two candidates for each of the elective positions, namely: Vice Chair (Chair-elect), Secretary/Treasurer, and vacant Board Member positions, from the Working Group membership. When no duly elected Vice Chair exists to assume the position of Chair, two candidates for Chair also shall be nominated. Board Members will be elected at-large.

- **CLAUSE A.** Nominees must consent to becoming a candidate.
- **CLAUSE B.** The slate of nominees shall be submitted to the membership at least 30 days prior to the election.
- **CLAUSE C.** Additional nominees may be added to the slate prepared by the Nominating and Elections Committee upon the signed support of six or more members, provided that Clause A is followed.
- **CLAUSE D.** A member shall not be a nominee for more than one elective position at a time and may serve in only one position at a time.
- **CLAUSE E.** For elective positions other than the successional positions of Vice Chair, Chair, and Past Chair, a member may be elected for up to two consecutive terms in the same elective position.
- **Section 2. BALLOTING** — Balloting shall occur by mail, email, or an Internet website. Completed ballots shall be received from the members and counted by the Nominating and Elections Committee. For ballot counting purposes, the Working Group Chair shall appoint a replacement for any member of the Nominating and Elections Committee who has been nominated for an elective position.
 - **CLAUSE A.** Members in arrears shall forfeit their rights to vote during the period of their delinquency.
 - **CLAUSE B.** The candidate receiving the largest number of votes on the ballot shall be declared elected.
- **Section 3. OFFICERS** — Officers of the Wetlands Working Group shall consist of a Chair, Vice Chair, Secretary/Treasurer, and immediate Past Chair. Their duties are:
 - **CLAUSE A. CHAIR** — The Chair shall have general supervisory responsibility for the Executive Board; shall preside at all meetings of the Executive Board and membership; shall appoint, with the advice of the Executive Board, chairs of all standing and special committees; and shall be an ex officio member of all committees, except the Nominating and Elections Committee. The Chair may represent the Working Group or appoint alternate representatives to other Working Group, Chapter, Section, or Society boards, committees, or meetings, including The Wildlife Society Council. The Chair shall be responsible for submitting an annual report of the Working Group's activity to the Society. Upon completion of a full term as Chair, the Chair succeeds to the position of immediate Past Chair.
 - **CLAUSE B. VICE CHAIR** — The Chair-elect shall serve as the Vice-Chair and assume the duties of the Chair in the absence of the Chair or upon the inability of the Chair to serve, and shall perform any duties assigned by the Chair. The Chair-elect shall chair the Newsletter Committee ([Article VII](#), Section 2, Clause D). In the event the Chair-elect cannot serve in the Chair's absence, the Executive Board shall appoint a Chair, *pro tempore*. Upon completion of a full term as Chair-elect, the Chair-elect succeeds to the position of Chair.
 - **CLAUSE C. PAST CHAIR** — The immediate Past Chair shall serve as the Chair of the Nominating and Election Committee and will be responsible for soliciting two additional members to serve on the committee. In addition, the immediate Past Chair will perform any duties assigned by the Chair.

CLAUSE D. SECRETARY/TREASURER — The Secretary/Treasurer shall be responsible for maintaining the files, records, and funds (Article VI, Section 4) of the Working Group. Duties shall include recording the minutes of all membership and Executive Board meetings; issuing copies of the minutes to the Executive Board, members, and Society; the receipt and disbursement of funds; preparing and submitting an annual fiscal-year (Article VI, Section 2, Clause D) financial report to the Executive Board, members, and Society; and preparing an annual budget for approval by the Executive Board. The Secretary/Treasurer shall bring a copy of the charter to all Executive Board and membership meetings. If the Working Group obtains its Employer ID Number through The Wildlife Society, the Working Group shall also submit required IRS forms to the IRS and the IRS confirmation receipt to The Wildlife Society. The Working Group may contact The Wildlife Society to determine the appropriate form to submit for IRS reporting purposes.

- **Section 4. BOARD MEMBERS** — The 4 Board Members shall serve as respective chairs of the Advisory Committee (Article VII, Section 2, Clause E), Audit Committee (Article VII, Section 2, Clause F), Membership Committee (Article VII, Section 2, Clause B), and, when it exists, Technical Session Committee (Article VII, Section 2, Clause C). They shall provide the editor of the Working Group newsletter with news and items of interest from their Committees and shall help to recruit new members. Board Members shall perform any other duties assigned by the Chair.
- **Section 5. EXECUTIVE BOARD** — The Executive Board shall act as the governing body for the Working Group and shall be made up of the above named officers and Board Members.
- **Section 6. TERM OF OFFICE** —The Chair and Vice Chair positions serve for one year, with the annually-elected Chair serving as the Vice Chair for one year and then transitioning into the Chair position at the National Meeting. All officers assume office immediately following the Annual Meeting and, unless reelected, terminate their duties at the conclusion of the following Annual Meeting, or at such time as their successors are elected and installed. The Secretary/Treasurer will serve for two years. Board Members may serve for up to five years and may be composed of past officers.
- **Section 7. VACANCIES** — If the office of the Chair is vacated for any reason, the Vice Chair shall assume the duties of Chair for the balance of the unexpired term of the Chair. All other vacancies in any unexpired term of an elective office shall be filled through appointment by the Executive Board, although an appointed Vice Chair shall serve only until the next scheduled Working Group election when the membership shall elect the next Chair. All appointees shall conform to the criteria for nominees found in Article IV, Section 1, Clause A, D, and E.

ARTICLE V. MEETINGS

- **Section 1. MEMBERSHIP MEETINGS** — Membership meetings shall be held at such times and places as determined and published by the Executive Board.
 - **CLAUSE A. ANNUAL MEETING** — The membership meeting held in conjunction with the Society's Annual Meeting shall be known as the Annual

Meeting of the Working Group and shall be for the purposes of electing and/or inducting officers, receiving reports of officers and committees, and for any other business that may arise.

- **CLAUSE B. DUE NOTICE** — Members must be notified at least 30 days prior to meetings.
- **CLAUSE C. QUORUM** — Quorum for meetings shall be 10 percent of the membership or 10 members in good standing, whichever is less.
- **CLAUSE D. MEETING RULES** — Order of business and parliamentary procedures at meetings shall follow *The Standard Code of Parliamentary Procedure (Sturgis)*, latest revision.
- **CLAUSE E. CHARTER** — The Working Group charter shall be available for inspection during every meeting.
- **Section 2. EXECUTIVE BOARD MEETINGS** — Executive Board meetings shall be held at such times and places as determined and published by the Executive Board.
 - **CLAUSE A. FREQUENCY** — The Executive Board shall meet at least once a year, generally in conjunction with the Annual Meeting of the Working Group, and as many additional times as necessary to conduct the business of the Working Group.
 - **CLAUSE B. DUE NOTICE** — Members of the Executive Board must be notified at least 30 days prior to meetings.
 - **CLAUSE C. QUORUM** — Quorum for meetings of the Executive Board shall be 4 members of the Executive Board.
 - **CLAUSE D. MEETING RULES** — Order of business and parliamentary procedures at meetings shall follow *The Standard Code of Parliamentary Procedure (Sturgis)*, latest revision.
 - **CLAUSE E. CHARTER** — The Working Group charter shall be available for inspection during all Executive Board meetings.
 - **CLAUSE F. ATTENDANCE** — Members are encouraged to attend Executive Board meetings, but they may not vote at such meetings.
- **Section 3. Special Meetings**—Special meetings are meetings related to emergency items where quick responses are needed from the working group.
 - **Clause A. FREQUENCY**—Special meetings should be held rarely and only under situations in which a response is needed in less than 30 days.
 - **Clause B. DUE NOTICE**—Members and Executive Board members must be given at least 3 days notice.
 - **Clause C. QUORUM**— Quorum for meetings shall be 10 percent of the membership or 10 members in good standing, whichever is less.
 - **CLAUSE D. MEETING RULES** — Order of business and parliamentary procedures at meetings shall follow *The Standard Code of Parliamentary Procedure (Sturgis)*, latest revision.
 - **CLAUSE E. CHARTER** — The Working Group charter shall be available for inspection during every meeting.

ARTICLE VI. MANAGEMENT AND FINANCES

- **Section 1. EXECUTIVE BOARD** — The Executive Board (Article IV, Section 5) shall govern the Working Group. The Executive Board shall conduct its affairs in conformance

with the provisions of this charter, and the Bylaws of the Society. The Board is authorized to act for the Working Group between membership meetings and shall report its interim actions to the members at each succeeding membership meeting or more frequently through other communications. Any action of the Executive Board may be overridden by a two-thirds vote of the members attending a membership meeting.

- **Section 2. FINANCES** — Funds of the Working Group shall be under the supervision of the Executive Board and shall be handled by the Secretary/Treasurer. The financial records of the Working Group shall be periodically examined by the Audit Committee (Article VII, Section 2, Clause F).
 - **CLAUSE A. LIABILITY** — The Secretary/Treasurer need not be bonded.
 - **CLAUSE B. SOURCE OF FUNDS** — Funds shall be derived from dues, meeting fees, special activities, contributions, and other sources.
 - **CLAUSE C. HANDLING OF FUNDS** — Funds shall be placed in a federally-insured bank or savings and loan association, or other money management institution/instrument approved by the Executive Board.
 - **CLAUSE D. FISCAL YEAR** — The Working Group operating and fiscal year shall begin January 1.
- **Section 3. REPORTS** — Within 21 days of an election or other official action of the Working Group, the Secretary/Treasurer shall report such action to the Society's headquarters. The following annual reports also shall be submitted to the Society: activity (Article IV, Section 3, Clause A) and calendar-year financial (Article IV, Section 3, Clause E). If the Working Group obtains its Employer ID Number through The Wildlife Society, the Working Group shall also submit required IRS forms to the IRS and the IRS confirmation receipt to The Wildlife Society; the Working Group may contact The Wildlife Society to determine the appropriate form to submit for IRS reporting purposes.
- **Section 4. FILES** — The Working Group shall maintain files containing: Bylaws of The Wildlife Society, Charter of the Wetlands Working Group, minutes of all meetings of the membership and of the Executive Board, financial statements and records, correspondence pertinent to Working Group affairs, all committee reports, lists of charter members, and all other material designated as pertinent by the Executive Board. The Secretary/Treasurer shall maintain these files in his/her possession and provide the Chair a current copy of all files.

ARTICLE VII. COMMITTEES

- **Section 1. APPOINTMENTS** — The Working Group Chair shall appoint chairs for all standing committees not covered by this charter and all special committees. Committee chairs shall complete their committees with the assistance of the Working Group Chair.
- **Section 2. STANDING COMMITTEES** — The following standing committees shall be appointed and shall have the following duties:
 - **CLAUSE A. NOMINATING AND ELECTIONS** — See Article IV, Section 1 and Article IV, Section 3, Clause C.
 - **CLAUSE B. MEMBERSHIP** — This committee shall work to promote membership in the Working Group to all members of the Society and other wildlife professionals interested in research, monitoring, management, and policy applications associated with sound wetland conservation. The committee chair

will also be responsible for soliciting nominations and, in conjunction with the committee, select students for travel grants to the TWS annual conference.

- **CLAUSE C. TECHNICAL SESSION** — When desired by the Executive Board, this committee shall be appointed to submit a proposal to the Society's Annual Meeting Program Committee and, if approved, develop a technical session, workshop or other activity in the area of wetland conservation/science for the Society's Annual Meeting. This optional committee may also be appointed by the Executive Board to develop and conduct other workshops, conferences, or meetings concerning the application of wetland science and policy appropriate for use in the research and management of wildlife resources and habitats.
- **CLAUSE D. NEWSLETTER** — This committee shall facilitate communication among the Working Group's membership through a newsletter, meeting announcements, computer bulletin boards, electronic mail, or other means. This committee also may provide information to journalists, government officials, other organizations, and the general public in the area of development and application of wetland conservation/science appropriate for use in the research and management of wildlife resources and habitats, in general, and the Working Group's activities, in particular. The Newsletter Committee shall be chaired by the Secretary, unless a committee chair is appointed otherwise by the Working Group Chair.
- **CLAUSE E. ADVISORY** — This committee shall assist in policy decisions for the Wetlands Working Group, and will assist the Chair in identifying members for special committees. Technical reviews, resolutions and policy statements must be approved by the Advisory Committee before being forwarded to The Wildlife Society.
- **CLAUSE F. AUDIT** — This committee shall review the financial records and support documents maintained by the Treasurer at least annually to ensure that the Working Group's funds are being managed in a fiscally responsible manner and to make recommendations for procedural changes to the Executive Board, when appropriate.
- **Section 3. SPECIAL COMMITTEES** — The Working Group Chair shall appoint any special committees necessary to accomplish the Working Group's goals and objectives.
- **Section 4. REPORTS** — All committee chairs shall submit a written summary of committee activities to the Working Group Chair and Secretary before the close of each annual meeting of the Working Group.
- **Section 5. ACCOUNTABILITY** — All committees shall be accountable to the Executive Board and under general supervision of the Working Group Chair.
- **Section 6. 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 VIII. TECHNICAL REVIEWS, POSITION STATEMENTS, AND RESOLUTIONS

- **Section 1. GUIDELINES** — At the request of the Society Council, the Working Group may develop draft technical reviews and draft position statements on issues within the

area of wetland conservation and science for approval by the Society Council as the official position of The Wildlife Society.

After consultation with the Society, the Working Group also may initiate draft technical reviews and draft position statements on issues within the area of wetland conservation and science for approval by the Society Council as the official position of The Wildlife Society.

The Working Group may develop resolutions on issues within the area of wetland conservation and science for issuance as the official policy of the Working Group when: 1) the content of the resolution falls within established policy of the Society, or 2) in the absence of existing policy of the Society.

The Working Group shall consult with The Wildlife Society before issuing resolutions to ensure that they are not in conflict with Society policy.

A copy of all Working Group resolutions shall be sent to The Wildlife Society within 21 days of approval by the Working Group. All draft technical reviews, draft position statements, and resolutions shall follow the Society's "Subunit Policy Guidelines" (www.wildlife.org/officers). TWS Council must approve all position statements developed by Working Groups prior to their final adoption by the Working Group.

- **Section 2. PROCEDURES** — Proposed technical reviews, position statements, and resolutions may be drafted by a special committee or individual member for consideration by the Advisory Committee and the Executive Board. If approved by the Advisory Committee and then the Board, the item is then submitted to the membership for a vote.

Approval by two-thirds of the membership voting is required before a technical review or position statement may be forwarded to the Society Council for approval as the official position of The Wildlife Society. Approval by a majority of the membership voting is required before a resolution may be issued as official policy of the Working Group.

ARTICLE IX. DISSOLUTION

- **Section 1. STANDARDS TO CONTINUE** — The Working Group must continue to demonstrate its viability to the Society's Council by meeting the following requirements: 1) filing the required annual reports (Article VI, Section 3), 2) maintaining at least 50 members, and 3) fulfilling the purposes of this charter.
- **Section 2. DISSOLUTION** - The Council of The Wildlife Society may dissolve the Working Group, following a 1 year grace period during which time the Working Group can come back into compliance, if (1) it finds the Working Group is unable to meet the standards established in Section 1 of this Article, (2) if the Working Group fails to file required IRS reports, as set out in Article IV, Section 3, Clause E, for 3 consecutive years. Upon dissolution of the Wetlands Working Group, its Executive Board shall

transfer all assets, accrued income, and other properties to The Wildlife Society. Said assets shall be held by the Society for five years from the date of dissolution for possible redistribution to another Working Group that may form to replace it. If another Working Group on conservation of wetlands and wetland-dependent wildlife is not established within the five-year period, the Society may use or distribute all assets, accrued income, and other properties in any manner consistent with Society bylaws.

ARTICLE X. AMENDMENT TO CHARTER

- **Section 1. PROCEDURE** — This charter may be altered or amended by a majority of the Working Group members voting by mail, email, or Internet website ballot, or at any membership meeting provided due notice of the proposed changes (Article V, Section 1, Clause B) has been provided. A member who will be absent from the meeting may file a signed absentee ballot with the Secretary/Treasurer prior to the scheduled time for counting ballots.
- **Section 2. CONFORMANCE** — No amendment to this charter shall be enacted that results in a conflict with The Wildlife Society Bylaws. Amendments to this charter that are approved by the Working Group's membership, as defined in Section 1 of this Article, do not become effective until approved by the Society.