

BYLAWS OF THE WEST VIRGINIA CHAPTER OF THE WILDLIFE SOCIETY, INC.

Organized: March 30, 1964
Amended and approved: January 18, 2018

Article I. NAME, AREA AND AFFILIATION

Section 1. NAME – The name of this organization shall be the West Virginia Chapter of The Wildlife Society.

Section 2. AREA – This Chapter shall have as its area of organization the State of West Virginia.

Section 3. CRITERIA FOR AFFILIATION – The West Virginia Chapter shall conform to Bylaws, Code of Ethics, objectives, policies and positions as adopted by The Wildlife Society, Inc.¹ (Hereinafter, The Wildlife Society, Inc. may be referred to as The Society.)

ARTICLE II. OBJECTIVES

Section 1. OBJECTIVES – Consistent with the objectives of The Wildlife Society, the West Virginia Chapter objectives are: 1) to develop and promote sound stewardship of the state's wildlife resources; 2) to undertake an active role in preventing environmental degradation; 3) to increase awareness and appreciation of wildlife values; and 4) the establishment and maintenance of high professional standards.

Section 2. IMPLEMENTATION – To aid in the achievement of these objectives, this Chapter proposes to:

- (a) Provide opportunities for better liaison among individual members, their Section, and The Society.
- (b) Evaluate and respond to the principles involved in proposed or enacted societal actions that could affect wildlife or its habitats.
- (c) Recognize and commend outstanding professional achievements in maintenance, restoration and enhancement of habitats for wildlife.
- (d) Focus the aims and objectives of The Society and the Northeast Section upon professional wildlife needs, problems, and events in local situations.
- (e) Encourage communication between members and non-members through Chapter meetings and newsletters to facilitate understanding and effectiveness of research and management of wildlife resources.

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

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 West Virginia Chapter shall be available to any voting member of The Wildlife 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 West Virginia 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, and is approved by the Membership Committee. 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 30, 1964 shall be considered Charter Members.

Section 4. HONORARY MEMBERS – Honorary Members of the West Virginia 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 Wildlife 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 Wildlife Society shall have the same rights and privileges as other members (Article IV, Section 2).

Section 5. DUES – Annual dues of \$5.00 shall be payable by each member to the Secretary/Treasurer. Members who have not paid the Society dues shall lose their voting member status in The West Virginia Chapter. Annual Chapter dues also may be paid to The Society's Bethesda, Maryland office, along with Section and Society dues, and subsequently will be remitted to the Chapter.

Section 6. RESIGNATION – Member 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 by April 1.

Section 7. 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 reapplication and payment of appropriate dues.

ARTICLE V. ELECTIONS AND OFFICERS

Section 1. NOMINATING COMMITTEE – The 3-member Nominating Committee of the West Virginia Chapter shall prepare a slate of candidates for each of the elective positions, namely: President, Vice-President and Secretary/Treasurer.

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

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

CLAUSE C – Nomination slate shall be submitted to the membership at least 30 days prior to the annual business meeting.

CLAUSE D – Additional nominees may be added to the Nominating Committee's slate provided prior approval has been obtained from each nominee.

CLAUSE E – A member may be elected for no more than 2 consecutive terms in the same elective position.

Section 2. BALLOTING – Written or electronic ballots shall be received from the members by the Secretary/Treasurer and shall be counted by the Nominating Committee. For ballot counting purposes, the President shall appoint a replacement for any member of the Nominating 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 and/or electronic ballot shall be declared elected. No one may hold more than 1 elective position simultaneously.

Section 3. OFFICERS – Officers of the West Virginia Chapter shall consist of a President, President-elect (who shall serve as Vice-President and succeed to the Presidency), Secretary/Treasurer and Past-President. Their duties are:

CLAUSE A – PRESIDENT – The President shall have general supervision of the Chapter officers, shall appoint chairmen of all regular and special committees, and shall be an ex officio member of all committee, except the Nominating Committee. The President may represent the Chapter or appoint alternate representatives to other Chapter, Section or Society boards, committees, or meetings, including the Executive

Board of the Northeast Section. The Chapter representative 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.

CLAUSE B – VICE-PRESIDENT – The Vice-President 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.

CLAUSE C – SECRETARY/TREASURER – The Secretary/Treasurer shall be responsible for the files, records, 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 minutes.

CLAUSE D – PAST-PRESIDENT – The Past-President shall perform any duties assigned by the President, including chairing any committees.

CLAUSE E - EXECUTIVE BOARD - The Executive Board shall act as the governing body for the West Virginia Chapter and shall be made up of the above named officers.

Section 4. TERM OF OFFICE – The officers must be voting members of The Wildlife Society, serve for 1 year, be installed at the annual meeting, and take office immediately following the annual meeting. Secretary/Treasurer shall serve for two (2) years.

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 elective office shall be filled through appointment by the 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 President.

CLAUSE A – ANNUAL MEETING – The annual meeting shall be for the purposes of elective or 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 1 month prior to annual and regular meetings and at least 3 days prior to special meetings.

CLAUSE C – QUORUM – Quorum for the annual meeting of the Chapter shall be over 50 percent of the membership or 10 members in good standing, whichever is less.

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 by The Wildlife Society before becoming effective.

Section 2. SPECIAL MEETINGS – Special meetings may be called by the President at any time, provided due notice (Article VI, Section 1B) and the purpose of the call are given.

CLAUSE A – Only 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 VII. MANAGEMENT AND FINANCES

Section 1 - EXECUTIVE BOARD – The West Virginia Chapter shall be governed by an Executive Board composed of its officers (Article V, Section 3).

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 reports its interim actions to the members at each succeeding membership meeting. Any Board action 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 West Virginia Chapter shall be under the supervision of the President and shall be handled by the Secretary/Treasurer. The financial records of the West Virginia Chapter shall be periodically examined by 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 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 20 days after an election or other official action(s) the Secretary/Treasurer shall report such action(s) to the Executive Director of The Wildlife Society, the Northeast Section Representative, and the Northeast Section President. An annual report from the Secretary/Treasurer shall be forwarded to these same parties. To meet IRS reporting requirements the Secretary-Treasurer will send to TWS (1) A statement of calendar-year income and expenses, together with starting and ending balances to the Executive Director of The Wildlife Society in January of each year for federal tax reporting by the Society office and (2) If the Chapter obtains its Employer ID Number through The Wildlife Society, the Chapter shall also submit required IRS forms to the IRS and the IRS confirmation receipt to The Wildlife Society; the Chapter may contact The Wildlife Society to determine the appropriate form to submit for IRS reporting purposes.

Section 4. FILES – The Chapter shall maintain a file containing: Bylaws of The Wildlife Society, the Northeast Section, and the West Virginia Chapter; minutes of all regular and special meetings of the membership; correspondence pertinent to Chapter affairs; all committee reports; financial statements and records; and all other material designated as pertinent by the President. 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. RESOLUTION AND PUBLIC STATEMENTS – Two or more members may submit resolutions or statements to the Resolutions and Public Statements Committee (Article VIII, Section 2F) for their consideration. These shall be accepted or rejected by the Committee 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 Northeast Section Representative, and the Northeast Section President, if approved. Actions falling within previously established Chapter policies may be carried out by any Chapter officer upon unanimous approval of the committee. On issues where there are no previously established Chapter policies and that demand action on a reasonably short notice, 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 committee'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 West Virginia Chapter may issue statements pertaining to subjects in it's locate:

- a) when the content of the statement falls within the established policy of The Wildlife Society; and
- b) in the absence of existing position statements by The Wildlife Society. The West Virginia Chapter will not issue statements that may be in conflict with the policy of The Wildlife Society without prior approval of The Society's Council. All statements will follow the "Policy Guidelines" (<http://wildlife.org/network/tws-local/annual-reporting/>). The Chapter membership, The Wildlife 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 Chapter President shall consider suggestions of the Chapter membership in appointing chairmen of all regular standing committees, and all 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 Northeast Section, and the West Virginia Chapter. As provided in Article IV, Section 2, the committee will receive nominations and make recommendations to the President regarding approval of individuals seeking other member status in the 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 2 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 President for any action that should be taken by The West Virginia Chapter. The Chairman may ask any Chapter member to assist with reviews.

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

CLAUSE F – RESOLUTIONS AND PUBLIC STATEMENTS – This committee shall receive proposed resolutions and public statements from 2 or more members at any time, and shall prepare, submit and recommend action on such items to the Chapter membership in accordance with Article VII, Section 5.

CLAUSE G – AUDIT – This committee shall consist of a chairman and at least 2 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 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

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 West Virginia 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 West Virginia 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 will be held for a maximum of 5 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 5-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 simple majority of the Chapter members voting at any annual or special meeting if due 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 the Bylaws shall be enacted that results in a conflict with The Wildlife Society Bylaws. If these Bylaws are revised, the new revision must be approved by the Society before becoming effective.

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