

**CHARTER OF THE BIOLOGICAL DIVERSITY WORKING GROUP  
OF THE WILDLIFE SOCIETY, INC.<sup>1</sup>**

**(Approved by The Wildlife Society Council: June 6, 1995;  
Revised: October 13, 2009)**

**ARTICLE 1. NAME, SCOPE, AND AFFILIATION**

Section 1. NAME - The name of this organization shall be the Biological Diversity Working Group of The Wildlife Society, hereinafter referred to as the Working Group.

Section 2. SCOPE - This Working Group shall have as its scope of organization the study and transfer of information relative to the maintenance and enhancement of biological diversity.

Section 3. AFFILIATION - The Biological Diversity 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 Biological Diversity Working Group's goals are to:

1. *Develop and promote a fundamental understanding of the biological diversity concept, the causes and consequences of the degradation of biological diversity, and the relationship between biological diversity and socioeconomic considerations.*
2. *Promote the conservation of biological diversity both within the wildlife profession and outside to other professions whose activities have impacts at the regional, national, or international level.*

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<sup>1</sup> Incorporated in 1948 under the laws of the District of Columbia.

3. *Promote the conservation of biological diversity as a responsibility of professional wildlife biologists, and articulate their role in the management and enhancement of biological diversity.*
4. *Promote partnership among international, federal, state and local agencies, nongovernmental organizations, private sector representatives and other interested publics for the conservation of biological diversity.*

Section 2. OBJECTIVES - To aid in the achievement of these goals, this Working Group proposes to foster an understanding, and promote the conservation of biological diversity by:

1. *Providing regular communication among members of the Society experienced in issues related to the conservation of biological diversity through meetings, symposia, workshops, newsletters, specialty publications, and other means.*
2. *Promoting membership in The Wildlife Society to wildlife professionals interested in the maintenance and enhancement of biological diversity.*
3. *Making recommendations to The Wildlife Society Council for specific actions by the Society in the area of biological diversity.*
4. *Developing draft technical reviews, position statements, and other materials in the area of the conservation of biological diversity for consideration and specific action by the Society Council*
5. *Providing information and technical assistance to Wildlife Society members regarding the maintenance and enhancement of biological diversity.*
6. *Providing information and technical assistance to journalists, government officials, other organizations, and the general public to foster an understanding of the concept of biological diversity, its socio-economic considerations and the importance of its conservation.*
7. *Providing information and guidance to units of government, advisory groups and resource managers regarding land development policy.*

### **ARTICLE III. MEMBERSHIP**

Section 1. MEMBER- Membership in the Biological Diversity Working Group shall be available to any member of The Wildlife Society with an interest in the conservation of biological diversity. 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 December 31, 1994 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 Wildlife 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.

#### **ARTICLE IV. ELECTIONS, OFFICERS, AND EXECUTIVE BOARD**

Section 1. NOMINATIONS - The 3-member Nominating and Elections Committee shall nominate a slate of two candidates for each of the elective positions, namely: Chair-elect, Secretary, Treasurer and 2 additional Board Members, from the Working Group membership. When no duly elected Chair-elect exists to assume the position of Chair, two candidates for Chair also shall be nominated.

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 Chair-elect, Chair, and Past Chair, a member may be elected for up to two consecutive terms in the same elective position.

Section 2. BALLOTING - Balloting may occur by mail, fax, email, internet, web site, and/or at the annual business meeting. 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. A signed absentee ballot may be submitted to the Nominating and Elections Committee by a member prior to the scheduled time for counting ballots.

Clause C. The candidate receiving the largest number of votes on the ballot shall be declared elected.

Section 3. OFFICERS - Officers of the Biological Diversity Working Group shall consist of a Chair, Chair-elect, 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. CHAIR-ELECT - The Chair-elect shall 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. 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 perform any duties assigned by the Chair.

Clause D. SECRETARY - The Secretary shall be responsible for the files and records of the Working Group. Duties shall include recording and issuing the minutes of all meetings, maintaining the Working Group's files and records (Article VI, Section 4), and compiling and submitting to the Society an annual report of volunteer hours contributed by Working Group leaders.

Clause E. TREASURER - The Treasurer shall be responsible for the funds of the Working Group. Duties shall include 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.

Section 4. BOARD MEMBERS - Board Members shall perform any 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 officers and Board Members serve for approximately 2 years; are inducted at the Annual Meeting; assume office immediately following the Annual Meeting; and, unless reelected, terminate their duties at the conclusion of the second following Annual Meeting, or at such time as their successors are elected and installed.

Section 7. VACANCIES - If the office of the Chair is vacated for any reason, the Chair-elect 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 Chair-elect 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 I. 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 5 percent of the membership or 5 members in good standing, whichever is less.

Clause D. MEETING RULES - Order of business and parliamentary procedures at meetings shall follow *Robert's Rules of Order*, 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 *Robert's Rules of Order*, 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.

## **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 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 Treasurer. The financial records of the Working Group shall be periodically examined by the Audit Committee (Article VII, Section 2, Clause E).

Clause A. LIABILITY - The 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 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), volunteer hours (Article IV, Section 3, Clause D), and calendar-year financial (Article IV, Section 3, Clause E).

Section 4. FILES - The Working Group shall maintain files containing: Bylaws of The Wildlife Society, Charter of the Biological Diversity 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, list of charter members, and all other material designated as pertinent by the Executive Board.

## **ARTICLE VII. COMMITTEES**

Section 1. APPOINTMENTS - The Working Group Chair shall appoint chairs for all standing and special committees. Committee chairs shall complete their committees with the assistance of the Working Group Chair.

Section 2. STANDING COMMITTEES - The following standing committees may be appointed and shall have the following duties:

Clause A. NOMINATING AND ELECTIONS - See Article IV, Section I.

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 the conservation of biological diversity.

Clause C. ANNUAL MEETING TECHNICAL SESSION - When desired by the Executive Board, this committee shall be appointed to work with the Society's Annual Meeting Program Committee to develop a technical session, workshop or other activity in the area of biological diversity for the Society's Annual meeting.

Clause D. COMMUNICATIONS - This committee, headed by the Newsletter Editor, shall facilitate communication among the Working Group's membership through a newsletter, meeting announcements, computer billboards, electronic mail, and other means. This committee also may provide information to journalists, government officials, other organizations, and the general public in the area of the maintenance and enhancement of biological diversity, in general, and the Working Group's activities, in particular. The Newsletter Editor shall be



compensated from BDWG treasury \$125 per published newsletter (but not to exceed \$250 per year).

Clause E. 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, where 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 the conservation of biological diversity 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 the maintenance and enhancement of biological diversity 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 the conservation of biological diversity 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 by the Society. The Working Group shall not issue resolutions that may

be in conflict with the policy of the Society. TWS Council must approve all position statements developed by Working Groups prior to their final adoption by the Working Group. All draft technical reviews, draft position statements, and resolutions shall follow the Society's "Guidelines for Wildlife Policy Activities".

Section 2. PROCEDURES - Proposed technical reviews, position statements, and resolutions may be drafted by a special committee or individual member for consideration by the Executive Board. If approved by the Board, the statement is then submitted to the membership for a vote. Approval by a majority of the membership voting is required before the statement can be forwarded to the Society Council for approval or issued as a Working Group resolution.

### **ARTICLE IX. DISSOLUTION**

Section I. 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 100 members, and 3) fulfilling the purposes of this charter.

Section 2. DISSOLUTION - The Society Council may dissolve the Working Group if it finds the Working Group is unable to meet the standards established in Section 1 of this Article. Upon dissolution of the Biological Diversity 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 the conservation of biological diversity 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, fax, email, internet, web site, 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 an absentee ballot (Article IV, Section 2, Clause B).

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.

