

BYLAWS OF THE ARKANSAS CHAPTER OF THE WILDLIFE SOCIETY

Organized: May 22, 1972

Amended and Approved: March 12, 2019

ARTICLE I. NAME, AREA, AND AFFILIATION

Section 1. NAME - The name of this organization shall be the Arkansas Chapter of The Wildlife Society, herein referred to as The Chapter.

Section 2. AREA - This Chapter shall have as its area of organization the state of Arkansas.

Section 3. CRITERIA FOR AFFILIATION - The Chapter shall conform to 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 Wildlife Society, the Chapter objectives are to:

1. Establish and maintain the highest possible professional standards;
2. Take an active role in the development and promotion of sound stewardship of wildlife resources and of the environments upon which humans and wildlife depend;
3. Undertake an active role in preventing environmental degradation; and
4. Increase public awareness and appreciation for wildlife values by fostering the free flow of information between professional biologists.

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

1. Hold meeting of its membership and issue public statements on matters of pertinent concern;
2. Provide opportunities for better liaison among individual members, their Section, and The Society;
3. Recognize and commend outstanding professional achievements in the wildlife profession;
4. Focus the aims and objectives of The Society and the Southeastern Section upon professional wildlife needs, problems, and events on the local scene; and

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

5. Encourage communication between members and non-members to create climates under which resource management arts will be used effectively.

ARTICLE III. CHAPTER YEAR

The Chapter operating and fiscal year shall begin July 1, although the Chapter's financial reporting must follow a calendar year schedule.

ARTICLE IV. MEMBERSHIP

Section 1. VOTING MEMBER - Voting membership in The 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 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 ad-hoc 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 31 October 1972 shall be considered Charter Members.

Section 4. HONORARY MEMBER - Honorary Members of The Chapter shall be persons who, by a unanimous vote of the Executive Board, 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 5. DUES - Annual dues shall be of an amount to be determined by majority vote of members present at the annual meeting. Dues for the operating and fiscal year shall be payable by each member to the Secretary-Treasurer no later than January 1 of that year. Members who have not paid their Society dues shall lose their Voting Member status in The Chapter. Annual Chapter dues also may be paid to The Wildlife Society's headquarters, along with Section and Society dues, and subsequently will be remitted to the Chapter. Lifetime membership may be granted to a Voting Member based on a one-time fee equal to or greater than twenty times the approved annual dues rate at time of payment.

Section 6. 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 more than one year in arrears.

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 payment of appropriate dues.

ARTICLE V. ELECTIONS AND OFFICERS

Section 1. NOMINATING AND ELECTIONS COMMITTEE - The 3-member Nominating and Elections Committee, selected by the Executive Board (Article VII, Section 1) of The Chapter, shall prepare a slate of 2 candidates for each of the elective positions, namely: President-Elect, Secretary-Treasurer, and 1 additional Executive Board members[s] from the Chapter voting membership

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 and Elections Committee's slate from the floor, 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 – Ballots shall be received from the members by the Secretary-Treasurer and shall be counted by the Nominating and Elections Committee. Electronic or written ballots may be used. Written ballots, if used, will be collected at the annual business meeting. 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 1 elective position simultaneously. In the event of a tie a coin toss shall decide the election.

Section 3. OFFICERS - Officers of The Chapter shall consist of a President, President-Elect (who shall serve as Vice-President), or Past-President (when President-Elect becomes 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, including the Executive Board of the Southeastern 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 Representatives will assist the Section President by verifying mailing addresses, conducting membership drives, polling individual members, and assisting in routine Section business. After a 2-year term, the President becomes Past-President (at the same time as the President-Elect becomes President) and assumes the same duties as President-Elect (this Article and Section, Clause B).

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, including chairman of the Program committee. 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, the 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 be made up of at least 4 individuals: the President, the President-Elect or Past-President, the Secretary-Treasurer, and the duly elected Board member[s].

Section 4. TERM OF OFFICE - The officers and Board members must be voting members of The Society. The President, Secretary-Treasurer, and Board Member will serve for 2 years, take office July 1 of their year of election, and unless reelected, terminate their duties on June 30 of their second year of service, or at such time as their successors are elected and installed. The President-Elect serves 1 year starting July 1 of an odd year and then assume the office of President on July 1 of the following, even year (e.g., 2020) until June 30 of the next even year (e.g., 2022). The term of the Board Member is the same as that of the President. The term of the Secretary-Treasurer will be staggered to overlap with a President's term and that of his/her successor, as follows:

- President-Elect: July 1, year 1 (odd; e.g., 2019) to June 30, year 2 (even; e.g., 2020). Next President-Elect starts July 1, year 3 (e.g., 2021).
- President: July 1, year 2 (e.g., 2020) to June 30, year 4 (e.g., 2022). Next President starts July 1, year 4 (e.g., 2022).
- Past-President: July 1, year 4 (e.g., 2022) to June 30, year 5 (e.g., 2023). Next Past-President starts July 1, year 6 (e.g., 2024).
- Secretary-Treasurer: July 1, year 1 (e.g., 2019) to June 30, year 3 (e.g., 2021). Next Secretary-Treasurer starts July 1, year 3 (e.g., 2021).

- Board Member: July 1, year 2 (e.g., 2020) to June 30, year 4 (e.g., 2022). Next Board Member starts July 1, year 4 (e.g., 2022).

The following table shows how the Board includes 4 individuals in any given year and summarizes how terms overlap. Board member's and President's terms fully overlap, whereas the term of the Secretary-Treasurer overlaps with two Presidents for one year each.

Year of service July 1-June 30	President-Elect (P)	President (P)	Past-President (P)	Secretary-Treasurer (SE)	Board Member (BM)
Odd (e.g., 2019)	P1	P0	-	SE1	BM0
Even (e.g., 2020)	-	P1	P0		SE2
Odd (e.g., 2021)	P2		P2	-	
Even (e.g., 2022)	-	P3		P1	SE3
Odd (e.g., 2023)	P3		P3	-	
Even (e.g., 2024)	-	P3		P2	

Each letter-number combination indicates a unique individual. For example, P1 is the same person serving as President-Elect July 2019-June 2020, as President July 2020- June 2022, and as Past-President in July 2022-June 2023.

Section 5. VACANCIES - If the office of 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 elective 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 Society.

ARTICLE VI. MEETINGS

Section 1. REGULAR MEETINGS – No regular meeting other than the annual membership meeting is expected. Annual membership meetings shall be held between February and April, at such times and places as determined and published by the Executive Board.

CLAUSE A - ANNUAL MEETING - The regular meeting in between February and April shall be known as the Annual Meeting, and shall be for the purposes of electing 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 10 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; and for Executive Board Meetings, 3 members of the Board.

CLAUSE D - MEETING RULES - Order of business and parliamentary procedures at Chapter meetings shall follow *The Standard Code of Parliamentary Procedure (Sturgis)*, 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 Society before coming effective.

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 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 Chapter shall be governed by an Executive Board composed of its officers, the immediate Past-President, and 1 Chapter member duly elected to the Board.

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 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 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, credit union, 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 Southeastern Section Representative, and the Southeastern 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 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 Society, the Chapter shall also submit required IRS forms to the IRS and the IRS confirmation receipt to The Society; the Chapter may contact The 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 Southeastern 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 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 Society, the Southeastern Section Representative, and the Southeastern 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, 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 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 "Policy Guidelines" (<http://wildlife.org/network/tws-local/annual-reporting/>). The Chapter membership, The Society, the Southeastern Section Representative, and the Southeastern 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 Executive Board in appointing chairmen of all regular standing committees, except the Nominating and

Elections Committee (Article V, Section 1), 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:

The Executive Board will fill in the roles of the following committees if they do not exist. However, any of these committees can be created or reinstated at any time as necessary after approval by the Executive Board.

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 Society, the Southeastern Section, 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 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 Executive Board for any action that should be taken by the 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 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 Executive Board 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.

CLAUSE G –AWARDS –This committee shall seek nominations and make selections for the “Arkansas Chapter of The Wildlife Society Award of Achievement”. The committee shall consist of a chairman and 2 additional members. It shall solicit and review nominations of individuals for the award plaque. Attempts should be made to present the award annually but this would not be necessary if no suitable candidates exist. Accomplishments deserving of such an award should be related to wildlife research, management, or administration in Arkansas. Specific achievements, rather than a lifetime of service,

would be more appropriate. Recipients would not necessarily have to be Chapter members and the award will be presented at 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

Section 1. STANDARDS TO CONTINUE - The Chapter must continue to demonstrate its viability to the Council of The Society by meeting the following standards: a) complying with the criteria for affiliation (Article 1, Section 3), b) submitting the required reports to The Society (Article VII, Section 3), and c) fulfilling the purposes and intent of these bylaws. The Council of The Society may dissolve the 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 Chapter, its Executive Board shall transfer all assets, accrued income, and other properties to The Council of The 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 Society Bylaws. If these Bylaws are revised, the new revision must be approved by the Society before becoming effective.