

# Bylaws of the North Central Section of The Wildlife Society

Organized: March 11, 1962

Amended and Approved: April 14, 2020

## ARTICLE I. NAME, MISSION, OBJECTIVES, AND COMPOSITION

**Section 1. NAME** – The name of this organization shall be the North Central Section of The Wildlife Society, Inc. (hereinafter referred to as “the Section”).

**Section 2. MISSION** – This mission of the Section is to represent and serve the professional community of members who work to actively study, manage, and conserve wildlife and habitat in the states of Illinois, Indiana, Iowa, Michigan, Minnesota, Missouri, Ohio and Wisconsin, or that area designated by The Wildlife Society, Inc. as the North Central Section, through science-based decision-making.

**Section 3. OBJECTIVES** – Principal objectives of the Section are to: 1) develop and promote sound stewardship of wildlife resources and environments upon which wildlife and humans depend; 2) undertake an active role in preventing human-induced environmental degradation; 3) increase awareness and appreciation of wildlife values; and 4) seek the highest standards in all activities of the wildlife profession. Consistent with these objectives, the Section objectives are to focus attention on: 1) wildlife needs, 2) problems, and 3) concerns within the area of the organization (Article I, Section 5).

**Section 4 – IMPLEMENTATION** – To aid in achievement of Section objectives, the Section proposes to:

- a. Provide opportunities for interaction among the individual members, their Section Representative, State Chapters, and the Society.
- b. Evaluate proposed or enacted societal actions that could affect wildlife or its habitats.
- c. Recognize and commend outstanding achievement in the wildlife profession.
- d. Focus the aims and objectives of the Society and Section upon wildlife needs, problems and events on the local scene.
- e. Encourage communication between members and non-members to facilitate understanding and effectiveness of research and management of wildlife resources.

**Section 5 – COMPOSITION** – This Section shall be composed of individuals, regardless of age, race, religion, gender, ethnicity, disability, sexual orientation, or nationality who are interested in wildlife resources, and who subscribe to the Section’s Objectives and The Wildlife Society’s Code of Ethics (Wildlife Society Bylaws, [Article II](#)). The Section represents individuals who identify with the states of Illinois, Indiana, Iowa, Michigan, Minnesota, Missouri, Ohio and Wisconsin, or that area designated by The Wildlife Society, Inc. as the North Central Section.

**Section 6 – AFFILIATION** – This Section shall conform to the Bylaws, Code of Ethics, objectives, policies, and positions as adopted by The Wildlife Society, Inc.<sup>1</sup> (Hereinafter, The Wildlife Society, Inc., may be referred to as the Society.)

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

## ARTICLE II. CODE OF ETHICS

**Section 1. SECTION REQUIREMENTS** – All members of the Section must pledge to uphold and conduct their professional and membership-related activities in accordance with the Code of Ethics as prescribed by the Wildlife Society (Wildlife Society Bylaws, [Article II](#)).

## ARTICLE III. MEMBERSHIP

**Section 1. MEMBERSHIP ELIGIBILITY AND STATUS** – Membership in Class as described in Section 1, Section 5, shall be open to all persons and organizations interested in wildlife resources.

**Section 2. MEMBERSHIP CLASSES** – Membership in the Section shall consist of the following classes:

VOTING MEMBER – Voting membership in the Section shall be available to any member of the Society who resides or conducts professional activities within the boundaries of the Section as defined in Article I, Section 4. Only Voting Members may hold elective offices in the Section; vote on matters affecting Section policy; vote on matters affecting the Society; and represent the Section on Society business.

AFFILIATE MEMBER – Affiliate membership in the Section shall be available to any person who, although not a member of the Society and/or resides and works outside of the Section's organizational area (Article I, Section 2), has an interest in the objectives and activities of the Section and is approved by the Membership Committee. An Affiliate Member shall be entitled to all rights, privileges and responsibilities of Voting Members, including voting on matters affecting Section policy, except those reserved for Voting Members (Article III, Section 6).

CHARTER MEMBER – Voting and Affiliate Members in good standing on the membership rolls as of December 31, 1962, shall be considered Charter Members.

HONORARY MEMBER – Honorary Members of the Section shall be persons who, by a majority vote of all members of the Section, have been thus recognized for their achievements. An Honorary Member need not pay Section dues. Honorary Members who are Voting Members of the Society shall have the same rights and privileges as Section Voting Members (Article III, Section 6). Honorary Members who are not Voting Members of the Society shall have the same right and privileges as Affiliate Members (Article III, Section 2).

**Section 3. DUES** – Annual dues, the amount to be determined at each annual meeting, shall be payable to the Section's Treasurer or the Society. Members who have not paid Society dues shall not hold an elective position, vote on matters affecting Society, or represent the Section on Society business.

**Section 4. RESIGNATION** – Section members may resign at any time by giving notice to the Section's Secretary, or considered resigned if annual Section dues are not paid.

**Section 5. REINSTATEMENT** – Persons who are removed from the rolls of the Section for nonpayment of dues or resignation may be reinstated into membership in the Section upon payment of appropriate dues.

**Section 6. PRIVILEGES** – Members have privileges and responsibilities of their respective and appropriate membership class. Voting, Honorary, and Affiliate Members shall be entitled to vote. Only Voting and Honorary Members shall hold office and represent the Section's name or position officially, when so appointed by the Executive Board, or its officers.

## **ARTICLE IV. OFFICERS**

**Section 1. OFFICERS** – Officers of the Section shall consist of a President, President-Elect (who shall serve as Vice-President), Past-President, Secretary, and Treasurer. Only Voting or Honorary Members may serve as an officer of the Section.

CLAUSE A – PRESIDENT – The President shall have general supervision of the Section 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 Section or appoint alternate representatives to other Section or Society boards, committees, or meetings.

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. In the event the President-Elect cannot serve in the President's absence, the Executive Board shall appoint a President, *pro tempore*.

CLAUSE C – PAST-PRESIDENT – The President shall assume the duties of Past-President following his or her term and shall serve to assist the President as needed.

CLAUSE D – SECRETARY – The Secretary shall be responsible for the files and records of the Section, and the recording of the minutes of all meetings, maintenance of membership rolls, correspondence, and issuance of meeting notices.

CLAUSE E – TREASURER – The Treasurer shall be responsible for the receipt and disbursement of funds and shall submit complete financial reports at the last meeting of the Treasurer's term of office.

**Section 2. EXECUTIVE BOARD** – The Executive Board shall act as the governing body for the Section and shall be made up of the officers, a State Representative from each member state with a State Chapter (usually the State Chapter President or the President's

designee), the Section Representative to Council, and two Student Representatives. The Student Representatives must be Section members. The Nominations and Election Committee Chair (with assistance from the President<sup>2</sup>) will solicit nominations during fall semester via email to Student Chapters, their advisors, and to student members of the Section. Nominated students in each category (Undergraduate and Graduate) will appear on the general election ballot in Dec-Jan. As these students have voting rights on decisions affecting the entire Section membership, the Section membership shall vote, consistent with the process used to elect other officers.

**Section 3. TERM OF OFFICE** – The officers and elected Board Members must be members of the Section and Society, serve for approximately 1 or 2 year(s), be installed at the Annual Meeting, take office immediately following the Annual Meeting, and unless re-elected, terminate their duties at the conclusion of the next Annual Meeting, or at such time as their successors are elected and installed. The President, President-Elect, and Past President serve 1-year terms; the Secretary and Treasurer serve 2-year terms beginning on even and odd years, respectively.

**Section 4 – VACANCIES** – If the office of the 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 the elective office shall be filled through appointments by the Executive Board, although an appointed President-Elect shall serve only until the next scheduled Section election where the membership shall elect the next President. All appointees must be Voting Members.

## **ARTICLE IV. ELECTIONS AND OTHER BALLOTING**

**Section 1. NOMINATING AND ELECTIONS COMMITTEE** – The 3-member Nominating and Elections Committee selected by the Executive Board (Article IV, Section 2) of the Section shall prepare a slate of 2 candidates for each of the elective positions, namely; President-Elect, Secretary, Treasurer, Graduate Student Representative, and Undergraduate Student Representative.

CLAUSE A – All nominees must be Voting Members (Article III, Section 2).

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 upon the signed support of 6 or more Members provided prior approval has been obtained from each nominee.

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<sup>2</sup> The President is the only member of the Section Executive Board with access to Student Chapter contact information.

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

**Section 2. VOTING** – Votes shall be received from the Members via a secure online voting portal that is administered by the Society. Vote results shall be reported to the Section’s President and Chair of the Nominating and Elections Committee before the start of the Annual Membership meeting. If the Chair of the Nominating and Elections Committee runs for office, the President shall appoint a different member from the Nominating and Elections Committee to verify election results.

CLAUSE A – Elections for Officers will be conducted by an electronic voting process. Other issues requiring a membership vote may also be resolved via electronic voting with approval by the Executive Board. Members will be contacted via their email address to solicit ballot review and voting. The ballot will also be available on the Section web site to provide an opportunity for members without valid email addresses to participate.

1. Electronic voting systems will ensure that only one vote may be registered per Voting Member.
2. All voting members will be notified electronically (either through email or on the Section web page) at the beginning of the voting period. This information will include a summary of the issues or candidates that are on the ballot.
3. Electronic voting will be open to all Voting Members for 30 days, regardless of the topic. Reminders will be sent electronically to all members and posted on the Section web site on the workday closest to 10 and 20 days after voting begins.

CLAUSE B – Members in arrears shall forfeit their rights to vote during the period of their delinquency.

CLAUSE C – A signed absentee ballot may be submitted to the Secretary by a member prior to the scheduled time for counting ballots.

CLAUSE D – The candidate receiving the largest number of votes on the ballot shall be declared elected. No one may hold more than 1 elective position simultaneously.

## **ARTICLE V. SECTION YEAR**

**Section 1. SECTION YEAR** – The Section operating and fiscal year shall begin July 1 and end June 30, consistent with the Section’s approved spending plan (<https://wildlife.org/wp-content/uploads/2015/12/NCSTWSFiscalPlan.pdf>).

## **ARTICLE VI. ANNUAL 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 held concurrently with the Midwest Fish and Wildlife Conference shall be known as the Annual Meeting, and shall be for the purpose of electing or installing 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 30 days prior to the Annual Meeting and at least 10 days prior to special meetings.

CLAUSE C – Quorum - The Quorum for the Annual Meeting of the Section shall be over 50% of the membership, or 10 members in good standing, whichever is less; and for Executive Board meetings, 8 members of the Board.

CLAUSE D – Meeting Rules - Rules contained in The Standard Code of Parliamentary Procedure (Sturgis), latest revision, 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 Section and the Society.

CLAUSE E – Bylaws - Bylaws of this organization shall be available for inspection during every meeting. If these Bylaws are revised the new revision must be approved by the Society before becoming effective.

**Section 2. SPECIAL MEETINGS** – Special meetings may be called by the Executive Board at any time, provided the notice (see Article V, Section 1B) and the purpose of the call is 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 apply as well to special meetings.

## **ARTICLE VII. MANAGEMENT AND FINANCE**

**Section 1. EXECUTIVE BOARD** – The Section shall be governed by an Executive Board as described in Article IV, Section 2.

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 Section 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 Section shall be under supervision of the Executive Board, and shall be handled by the Treasurer. The financial records of the Section shall be periodically examined by the Audit Committee with oversight from the President-elect.

CLAUSE A – The Treasurer need not be bonded.

CLAUSE B – Funds shall be derived from dues, special assessments, work projects, contributions, and the sale of Section publications.

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 shall report such action(s) to the Executive Director of the Society, and to the Regional Representative. Annual financial statements and activity reports from the Treasurer shall be forwarded to these same parties. To meet IRS reporting requirements the 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 Section obtains its Employer ID Number through The Wildlife Society, the Section shall also submit required IRS forms to the IRS and the IRS confirmation receipt to The Wildlife Society; the Section may contact The Wildlife Society to determine the appropriate form to submit for IRS reporting purposes.

**Section 4. FILES** – The Section shall maintain a file containing: Bylaws of the Society and of the Section; minutes of all regular and special meetings of the membership and of the Executive Board; correspondence pertinent to Section affairs; all committee reports; financial statements and records; and all other materials designated as pertinent by the Executive Board. A "procedure for filing" shall be kept in the Section file for the guidance of each succeeding Secretary. A Section "Operations Manual" provided by the Society will be maintained by the President of the Section 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 or more members may submit resolutions or statements for possible consideration by the Section's Executive Board. These shall be accepted or rejected by the Board and, if involving new policy, prepared for submission to the Section membership. Such new items must be approved by two-thirds of the Section membership voting and must be transmitted to the Society. Actions falling within previously established Section policies may be carried out by the President or Secretary upon unanimous approval by the Executive Board. On issues where there are no previously established Section policies and that demand action on a reasonably short notice, the President, or designated representative, may present a public statement on behalf of the Section provided that the concept of the statement is brought to the attention of the Executive Board and is accepted by them prior to public issue of the statement, and copies of the statement appear in the next Section Newsletter. Furthermore the Section may issue statements pertaining to issues 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 Society position statements.

The Section 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 guidelines as detailed by the Society (; or successor). The Society and Section Representative must receive copies of all resolutions or statements within 15 days of issue and resolutions or statements must appear in the next Section Newsletter.

## **ARTICLE VIII. COMMITTEES**

**Section 1. APPOINTMENTS** – The Section President shall consider suggestions of the Executive Board in appointing chairs of all regular standing committees (except the Nominating and Elections Committee), and special committees such as awards and hospitality. Committee chairs shall complete their committees with assistance of the President.

### **Section. DUTIES OF STANDING COMMITTEES**

CLAUSE A – Nominating and Elections - See Article IV, Section 1.

CLAUSE B – Membership - Made up of State Membership Coordinators, this committee shall encourage the maximum number of persons residing in the area to become members of the Society and of the Section. 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 membership in the Section.

CLAUSE C – Professional Development - 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 – Audit - This committee shall review the financial records and support documents of the Treasurer at least annually. The committee shall also review records and documents prior to any change in the office of Treasurer.

CLAUSE E – Awards – This committee shall help announce and compile applications for Section awards and make recommendations to the Executive Board for award recipients.

**Section 3. ACCOUNTABILITY** – All committees shall be accountable to the Executive Board, under 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. STANDARDS TO CONTINUE, DISSOLUTION**

**Section 1. STANDARDS TO CONTINUE** – The Section must continue to demonstrate its viability to the Council of The Wildlife Society by meeting the following standards: a) complying with the objectives for affiliation (Article 1, Section 3 and 6), 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 North Central Section following a 1-year grace period during which time the Section can come back into compliance.

**Section 2. DISSOLUTION** – The Council of The Wildlife Society may dissolve the North Central Section, following a 1 year grace period during which time the Section can come back into compliance, if (1) it finds the Section is not meeting the standards established in Article IX, Section 1 and/or (2) if the Section fails to file required IRS reports, as set out in Article VII, Section 3, for 3 consecutive years. Upon dissolution of the North Central Section 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 Section, for redistribution to another Section that may be established in approximately the same geographical area within said 5-year period. If another section 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 majority of the members at any Annual or special meeting if due advance notice of the proposed changes (Article VI, Section 1B) is followed. A member who will be absent from the meeting may proceed as under "Voting" in Article IV, Section 2.

**Section 2. CONFORMANCE** – No amendment to these Bylaws shall be enacted which results in conflict with the Society Bylaws. If these Bylaws are revised, the new revision must be approved by the Society before becoming effective.