

Organized: April 19, 1976
Amended and Approved: April 8, 2021

BYLAWS
of Maine Chapter of the Wildlife Society, Inc.¹

Article I. Name, Area, and Affiliation

Section 1. Name

The name of this organization is the Maine Chapter of The Wildlife Society (hereinafter Maine Chapter of The Wildlife Society will be referred to as The Chapter, Chapter, or METWS).

Section 2. Area

The State of Maine is the area of organization of The Chapter.

Section 3. Criteria for Affiliation

The Chapter must conform to Bylaws, code of ethics, objectives, policies, and positions as adopted by The Wildlife Society, Inc. (hereinafter The Wildlife Society, Inc. will be referred to as The Society.)

Article II. Objectives

Section 1. Objectives

Consistent with the objectives of The Society, The Chapter objectives are:

1. To provide a forum for professional wildlife biologists and other persons interested and concerned about the wildlife resources of the State of Maine.
2. To provide a local organization that can give support to the objectives of The Society within the State of Maine.
3. To provide a local organization that can give support to the objectives of The Society on a national level when appropriate.

Section 2. Implementation

To aid in the achievement of these objectives, The Chapter proposes to:

1. Provide opportunities as a liaison among individual members, the Northeast Section², and The Society.
2. Evaluate the principles involved in proposed or enacted societal and regulatory actions that could affect wildlife.
3. Recognize and commend outstanding achievement by individuals or organizations in the wildlife conservation environment.

¹ The Wildlife Society was incorporated in 1948 under the laws of the District of Columbia.

² Sections are the regional networks of The Society in North America. Each section encompasses several states, provinces, or republics. Sections promote networking, cooperative efforts, and the exchange of information among The Society's chapters in a geographic area.

4. Focus the aims and objectives of The Society and The Northeast Section upon the needs of wildlife professionals involved in wildlife conservation related issues needs, problems, and events in Maine.
5. Encourage communication between members and non-members to create climates under which the resource management arts will be used effectively.

Article III. Chapter Year

The Chapter operating and fiscal year begins January 1.

Article IV. Membership

Section 1. Voting Membership

Voting membership in The Chapter will be available to any member of The Society who resides or works within the boundaries of The Chapter as defined in Article I, Section 2. Only Voting Members may hold elective offices in The Chapter; vote on matters affecting Chapter policy; vote on matters affecting The Society; and represent by board or officer appointment The Chapter, Section or The Society business.

Section 2. Affiliate Membership

Affiliate membership in The Chapter will be available to any person who, although not a member of The 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. An Affiliate Member will be entitled to all rights, privileges and responsibilities of voting members except as otherwise provided in this section. Affiliate Members can vote in Chapter elections and will be entitled to rights, privileges and responsibilities of Voting Members except as otherwise provided in Section 1.

Section 3. Dues

Annual dues for The Chapter will be determined at the annual meeting. Dues must be paid by each member. Members who do not pay The Society dues will lose their voting membership status in The Chapter. Annual Chapter dues will be paid to the Secretary-Treasurer or can be paid to The Society's headquarters, along with Section and The Society dues; which will subsequently be remitted to The Chapter.

Section 4. Resignation

Members may resign at any time by giving notice to The Chapter's Secretary-Treasurer, or they will be considered to have resigned if annual Chapter dues are not paid.

Section 5. Reinstatement

Persons who are dropped from the rolls of The Chapter for non-payment of dues may be reinstated into membership in The Chapter upon reapplication and payment of annual dues.

Section 6. Charter Member

Voting and Affiliate Members in good standing on the membership rolls as of December 31, 1976 are considered Charter Members.

Section 7. Honorary Member

Honorary Members of The Chapter are persons who, by a majority vote of all members of The Chapter, have been thus recognized for their achievements. An Honorary Member need not pay

Chapter dues. A Chapter Honorary Member who is a Voting Member of The Society will have the same rights and privileges as a Chapter Voting Member (Art. IV, Sec. 1). An Honorary Member who is not a Voting Member of The Society will have the same rights and privileges as a Chapter Affiliate Member (Art. IV, Sec. 2).

Article V. Elections and Officers

Section 1. Nominating and Elections Committee

The Nominating and Elections Committee must consist of The Chapter Executive Board (Art. VII, Sec. 1) with the exception of the current President (Art. V, Sec. 3). The Past-President must serve as the Committee chair. The Committee must prepare a slate of candidates for each of the elective positions, namely: President-Elect, Secretary-Treasurer, two Executive Board members, and one Student Representative from each active student chapter in Maine (Art. V, Sec. 4).

Clause A All nominees must be Voting Members (Art. IV, Sec. 1) with the exception that Student Representative nominees must at least hold affiliate membership (Art. IV, Sec. 2) in The Chapter. If Student Representative nominees are not members of The Society, they must obtain membership in The Society upon being elected. The Society membership fee will be reimbursed to the Student Representative by The Chapter.

Clause B Prior approval must be obtained from said candidates prior to being placed on the slate of candidates.

Clause C Student Representatives will provide the Nominating and Elections Committee Chair with nominees for Student Representative at least 45 days prior to the annual business meeting unless other arrangements have been made.

Clause D The nominations slate must be submitted to the membership at least 15 days prior to the election.

Clause E Additional nominees can be added to the Nominating and Elections Committee's slate upon the signed support of six members.

Clause F A member may be elected for no more than two consecutive years in the same elective position with the exception of the Secretary/Treasurer position.

Clause G If the Nominating and Elections Committee is vacant the responsibilities will be shared by the Executive Board, with the exception of the current President (Art. V, Sec. 3). The Past-President shall serve as the committee chair.

Section 2. Balloting

Written or electronic ballots must be received from the members by the Secretary-Treasurer and must be counted by the Nominating and Elections Committee or a member of the Executive Board if a Nominations and Elections Committee member is not available. For ballot-counting purposes, the President will appoint a replacement for any member of the Nominating and Elections Committee who is nominated for an office.

Clause A Members in arrears forfeit their rights to vote during the period of their delinquency.

Clause B An absentee ballot may be submitted by a member to the Secretary-Treasurer at least five days prior to the scheduled time for counting ballots. Absentee balloting will be accepted via email or postal delivery.

Clause C The candidate receiving the largest number of votes on the written ballot shall be declared elected. No one may hold more than one elective position simultaneously.

Clause D If the entire slate of officers is uncontested then written balloting may be substituted by a voting member moving the entire slate for a show of hands vote by the voting members present.

Section 3. Officers

Officers of The Chapter consist of a President, President-Elect (who must serve as Vice-President), and Secretary-Treasurer. Their duties are:

1. President

The President (1) has general supervision of Chapter officers; (2) appoint, with the advice of the Executive Board, Chairs of all regular and special committees (Art. VIII, Sec. 2); (3) preside as Chair at meetings of the Executive Board (Art. VII, Sec. 1); (4) serve as an ex-officio member of all committees except the Nominating and Elections Committee (Art. V, Sec. 1); and (5) act as or appoint alternate representatives to other Chapter, Section, or Society boards, committees, or meetings, including the Executive Board of the Northeast Section (Art. V, Sec. 6).

2. President-Elect

The President-Elect must assume the duties of the President in the absence or upon the inability of the President to serve, and must perform any duties assigned by the President (Art. V, Sec. 7). In the event the President-elect cannot serve in the President's absence, the Executive Board must appoint a President, pro tempore.

3. Secretary-Treasurer

The Secretary-Treasurer must be responsible for (1) managing the files, records, and funds of The Chapter; (2) submitting complete financial reports to the Audit Committee (Art. VIII, Sec. 2); (3) receiving and disbursing funds; (4) recording and distributing minutes of all meetings; (5) maintaining the membership rolls (in coordination with the Membership Committee); (6) managing all correspondence between the Executive Board and the membership; and (7) receiving all ballots from elections (Art. V, Sec. 2). These responsibilities hold through the last meeting of the person's term of office.

Section 4. Student Representatives

Each Student Representative must be enrolled in an undergraduate academic program in Maine focusing on wildlife or ecology and must be a member of a student chapter affiliated with their college or university. Each Student Representative must be The Chapter's liaisons to undergraduate student wildlife organizations. Duties include (1) reporting to the Executive Board on student group activities, (2) providing student groups with information from The Chapter, (3) reporting to The Chapter through newsletter articles and at meetings, and (4) performing other tasking determined by the Executive Board.

Section 5. Executive Board

The above named officers and student representatives with the immediate Past-President, the Chair of the Conservation Affairs Committee (Art. VIII, Sec. 2), and two duly elected Board

Members make up the Executive Board, which shall act as the governing body for The Chapter (Art. VII, Sec. 1).

Section 6. Chapter Representatives

Chapter Representatives represent and serve as liaisons for The Chapter to the editor of The Northeast Section newsletter with the news and items of interest from The Chapter, and serve as a contact among sections, chapters, and members in their respective areas. The President may act as or appoint alternate Chapter Representatives (Art. V, Sec. 3).

Section 7. Term of Office

The officers and elected Executive Board members must be members of The Society, serve for approximately one year (with the exception of the Secretary-Treasurer), be installed at the Annual Meeting (Art. VI, Sec. 1), take office immediately following the Annual Meeting, and, unless reelected, terminate their duties at the conclusion of the next Annual Meeting, or at such time as their successors are elected and installed.

Clause A Each President will begin their tenure as President-Elect for one year, then serve as President for one year, and then finish their tenure as Past-President for one final year.

Clause B In the event that the Annual Meeting cannot be held, newly elected officers and elected Executive Board members will be installed during a Special Meeting convened by the Executive Board.

Section 8. Vacancies

If the office of the President is vacated for any reason, the President-Elect must assume the duties of the President for the balance of the unexpired term (Art. V, Sec. 3). In the event the President-elect cannot serve in the President's absence, the Executive Board must appoint a President, pro tempore. Vacancies of other elective offices must be filled through appointment by the Executive Board. An appointed President-Elect must serve only until the next scheduled Chapter election where the membership must elect the next President-Elect. All appointees must be Voting Members (Art. IV, Sec. 1) of The Chapter and The Society.

Article VI. Meetings

Section 1. Regular Meetings

Regular membership meetings will be held at such times and places as determined and published by the Executive Board.

Clause A *Annual Meetings* – The regular meeting in the spring of each year will be known as the Annual Meeting, and will be for the purpose of electing 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 one month prior to annual meetings and regular meetings and at least seven days prior to special meetings.

Clause C *Quorum* – The quorum for the Annual Meeting of The Chapter must be over 50 percent of the membership or 10 members in good standing, whichever is less; and for Executive Board meetings, three members of the Executive Board.

Clause D *Meeting Rules* – The rules contained in the latest revision of Roberts Rules of Order will govern meetings in all cases to which they are applicable, and in which they are consistent with the bylaws or other special rules of The Chapter and The Society.

Clause E *Bylaws* – The Bylaws of The Chapter must be available for inspection during every meeting.

Section 2. Special Meetings

Special meetings may be called by the Executive Board at any time, provided due notice (Art. VI, Sec. 1B) and the purpose of the call are given.

Clause A Only those items listed in the call for a special meeting can 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 Chapter will be governed by an Executive Board composed of its officers (Art. V, Sec. 3), the immediate Past-President, the Chair of the Conservation Affairs Committee (Art. VIII, Sec. 2), two duly elected Board Members, and one elected Student Representative from each active student chapter in Maine (Art. V, Sec. 4).

Clause A *Conduct* – The Executive Board must conduct its affairs in conformance with the provisions of these Bylaws, and those of The Society. The Executive Board is authorized to act for The Chapter between meetings and must report its interim actions to the members at each succeeding membership meeting. Any action of the Executive Board may be overridden by a two-thirds vote of the voting members attending a membership meeting.

Clause B *Attendance* – Members may attend Executive 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 are supervised by the Executive Board, and must be handled by the Secretary-Treasurer. The financial records of The Chapter must be periodically examined by the Audit Committee (Art. VIII, Sec. 2).

Clause A. The Secretary-Treasurer need not be bonded.

Clause B. Funds must be derived from dues, special assessments, work projects, and contributions.

Clause C. Funds must 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, the Secretary-Treasurer must report such action to the Executive Director of The Society, the Northeast Section President, and the Northeast Section Representative. Annual financial statements and activity reports from the Secretary-Treasurer must be forwarded to these same parties. To meet IRS reporting

requirements the Secretary-Treasurer must send to The Society (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 must contact The Society to determine the appropriate form to submit for IRS reporting purposes.

Section 4. Files

The Chapter must maintain a file containing: Bylaws of The Society and of 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 drafted and 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 President of The Chapter 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 Conservation Affairs Committee (Article VIII, Section 2) for possible consideration by the Executive Board. These must be accepted or rejected by the Executive 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 Northeast Section Representative and Northeast Section President. Actions falling within previously established Chapter policies may be carried out by the President or Secretary-Treasurer 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) the statement is printed in the next Chapter newsletter. Furthermore, The Chapter may publish 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 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 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 and any Resolution or Public statement must be printed in the next membership newsletter.

Article VIII. Committees

Section 1. Appointments

The President must consider suggestions of the Executive Board in appointing chairs of all regular standing committees (except the Nominating and Elections Committee [Art. V, Sec. 1]) and special committees such as awards, and hospitality. Committee chairs must complete obtaining members of their committees with assistance from the President. All committee chairs must

submit a written summary of committee activities to the President and Secretary-Treasurer before the close of each Annual Meeting.

Section 2. Duties of Standing Committees

Clause A *Nominating and Elections* – (Art. V, Sec. 1).

Clause B *Membership* – This committee will encourage the maximum number of qualified persons residing and working in the area to become members of The Society, the Northeast 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 Affiliate Member status in The Chapter.

Clause C *Program* – This committee must arrange programs of all regular and annual meetings and provide the President with a proposed agenda for the annual meeting at least two months prior to the meeting date.

Clause D *Education and Information* – This committee must seek and employ methods of informing the public of basic concepts of wildlife management and of Chapter and The Society activities and interests.

Clause E *Conservation Affairs* – This committee must receive proposed resolutions or public statements from members at any time, and, will prepare, submit and recommend action on such items to the Executive Board in accordance with Article VII, Section 5.

Clause F *Audit* – This committee must consist of a chair and at least two additional members. It must review the financial records and supporting documents of the Secretary-Treasurer at least annually or prior to the change in the office of the Secretary-Treasurer.

Clause G *Awards* – This committee must solicit nominations for Chapter Awards, recommend recipients to the Executive Committee for approval, develop award materials, and coordinate the presentation of awards, usually at the Chapter's Annual Meeting. This committee must solicit applications for and make grant awards from the Student Support Fund.

Section 3. Accountability

All committees must be accountable to the Executive Board under general supervision of the President.

Section 4. Tenure

All committees must serve until new committees are appointed in their stead or until the duties assigned to the committee have been discharged.

Section 5. Vacancies

If any committees are vacant, the responsibilities of those committees will be shared by the Executive Board. If the Nominating and Elections committee is vacant, however, the current President may not participate in that committee (Art. V, Sec. 1).

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 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 must transfer all assets, accrued income, and other properties to the Council of The Society with the understanding that said assets be held for a maximum of five years from the date of dissolution of the Chapter, for distribution 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 determined best by The Council in accordance with The Society Bylaws.

Article X. Amendment to Bylaws

Section 1. Procedure

These Bylaws may be altered or amended by a majority of the members voting at any annual or special meeting or by a majority of the voting members via accepted forms of remote or electronic voting when a meeting with a quorum is not possible, if providing due advance notice of the proposed changes per Art. VI, Sec. 1 of these Bylaws is followed. A member who will be absent from the meeting may proceed as under "Balloting" in Art. V, Sec. 2.

Section 2. Conformance

No amendment to these Bylaws can be enacted that results in conflict with The Society Bylaws. If these Bylaws are revised, the new revision must be approved by The Society before becoming effective.