

1 BY-LAWS OF THE VIRGINIA CHAPTER OF THE WILDLIFE SOCIETY, INC.

2  
3 Organized: October 15, 1982  
4 Amended and Approved: September 20, 2021

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6 ARTICLE I. NAME, AREA, AND AFFILIATION

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8 Section I. NAME - The name of this organization shall be the Virginia Chapter of The Wildlife Society.

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10 Section 2. AREA - This Chapter shall have as its area of organization the Commonwealth of Virginia.

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12 Section 3. CRITERIA FOR AFFILIATION - The Virginia Chapter shall conform to By-Laws, Code of Ethics,  
13 objectives, policies, and positions as adopted by the Wildlife Society, Inc.<sup>1</sup> (Hereinafter, The Wildlife Society, Inc.,  
14 may be referred to as The Society).

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16 ARTICLE II. OBJECTIVES

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18 Section 1. OBJECTIVES - Consistent with the objectives of The Wildlife Society, the objectives of the Virginia  
19 Chapter are to:

- 20  
21 1. Maintain the highest possible professional standards;  
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23 2. Promote the development of all types of wildlife management along sound biological lines; and  
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25 3. Provide opportunities for better liaison among individual members, their Southeastern Section, and The Society.

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

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29 1. Evaluate and respond to the principles involved in proposed or enacted societal actions that could affect wildlife  
30 or its habitats;  
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32 2. Recognize and commend outstanding achievements for wildlife;  
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34 3. Focus the aims and objectives of The Society and the Southeastern Section upon professional wildlife needs,  
35 problems, and events in local situations; and  
36  
37 4. Encourage communication between members and non-members to facilitate understanding and effectiveness of  
38 research and management of wildlife resources.

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40 ARTICLE III. CHAPTER YEAR

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42 Section 1. CHAPTER YEAR - The Chapter fiscal year shall begin January 1. The Chapter operating year shall begin  
43 immediately following the annual meeting.

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45 ARTICLE IV. MEMBERSHIP

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47 Section I. REGULAR MEMBER - Regular membership in the Virginia Chapter shall be available to any voting  
48 member of The Wildlife Society who resides or conducts professional activities within the organizational area of the  
49 chapter (Article I, Section 2). Only Regular Members may hold office in the Chapter, vote on official matters

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

50 affecting The Society, and officially represent the Chapter on business of The Society by Board or officer  
51 appointment.

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53 Section 2. AFFILIATE MEMBER - Affiliate membership in the Virginia Chapter shall be available to any person  
54 who, although either not a member of The Wildlife Society and/or resides and works outside of the Chapter's  
55 organizational area (Article I, Section 2), has an interest in the objectives and activities of the Chapter. Affiliate  
56 Members shall be entitled to all rights, privileges, and responsibilities of Regular Members, including voting in  
57 Chapter elections, except those reserved for Regular Members (Article IV, Section 1).

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59 Section 3. CHARTER MEMBER - Regular and Affiliate Members in good standing on the membership rolls as of  
60 December 31, I 982, shall be considered Charter Members.

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62 Section 4. HONORARY MEMBER - Honorary Members of the Virginia Chapter shall be persons, who, by a  
63 majority vote of all Chapter members voting, have been thus recognized for their achievements. A Chapter  
64 Honorary Member need not pay Chapter dues. Honorary Members who are Regular members of The Wildlife  
65 Society shall have the same rights and privileges as Regular Members (Article IV, Section I). Honorary Members  
66 who are not voting members of The Wildlife Society shall have the same rights and privileges as Affiliate Members  
67 (Article IV, Section 2).

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69 Section 5. DUES - Annual dues for the chapter fiscal year shall be payable by each member to the Treasurer no later  
70 than January 3 I. Members who have not paid their Wildlife Society dues shall lose their Regular Member status in  
71 the Virginia Chapter.

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73 Section 6. RESIGNATION - Members may resign at any time by giving notice to the Chapter's Secretary or will be  
74 considered to have resigned if annual Chapter dues are not paid.

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76 Section 7. REINSTATEMENT - Persons who are dropped from the rolls of the Chapter for non-payment of dues or  
77 resignation may be reinstated into membership in the Chapter upon reapplication and payment of current annual  
78 dues.

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80 ARTICLE V. ELECTIONS AND OFFICERS

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82 Section I. NOMINATING AND ELECTIONS COMMITTEE - The 3-member Nominating and Elections  
83 Committee, approved by the Executive Board (Article VII, Section 1) of the Virginia Chapter, shall prepare a slate  
84 of candidates for each of the elected positions, namely: President-Elect, Secretary, Treasurer, Student  
85 Representative, and two members for the Executive Board from the Chapter voting membership.

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87 CLAUSE A - All nominees must be Regular Members (Article IV, Section I).

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89 CLAUSE B - Prior approval shall be obtained from said candidates.

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91 CLAUSE C - A call for recommendations for nominations shall be submitted 30 days prior to the annual business  
92 meeting.

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94 CLAUSE D - A member may be elected for no more than 2 consecutive terms in the same elected position.

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96 Section 2. BALLOTING - Written or electronic ballots shall be received from members eligible to vote by the  
97 Secretary and shall be counted by the Nominating and Elections Committee. For ballot counting purposes, the  
98 President shall appoint a replacement for any member of the Nominating and Elections Committee who has been  
99 nominated for an office.

100  
101 CLAUSE A - Members in arrears shall forfeit their right to vote during the period of their delinquency.

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103 CLAUSE B - A ballot shall be submitted to the Secretary by a member prior to the scheduled time for counting  
104 ballots. Absentee ballots may be accepted if certified via signature and submitted by proxy by another member.

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CLAUSE C - The candidate receiving the largest number of votes, from both written and electronic ballots, shall be declared elected. No one may hold more than one elected position simultaneously.

CLAUSE D - Voting by electronic means shall be allowable if accompanied by verification of identity and membership status and submitted prior to the scheduled time for counting ballots.

Section 3. OFFICERS - Officers of the Virginia Chapter shall consist of a President, President-Elect, Secretary, and Treasurer. Their duties are:

CLAUSE A - PRESIDENT - The President-Elect succeeds to the office of President for a one-year term. The President shall have general supervision of the Chapter 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 shall either serve as Chapter Representative (Article V, Section 3F), or appoint an alternate representative, to other Chapter, Section, or Society boards, committees, or meetings, including the Southeastern Section.

CLAUSE B - PRESIDENT-ELECT - The President-Elect shall be installed for a one-year term. 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 (Article 5, Section 3E) shall appoint a President, pro tempore. The President-elect shall serve as the chair of the Program Committee and be responsible for planning the Annual Meeting and other official gatherings of the Chapter.

CLAUSE C - SECRETARY -The Secretary shall be responsible for the files of the Chapter. Duties also shall include the recording of the minutes of all meetings, the maintenance of membership rolls, correspondence, and the issuance of meeting minutes. The Secretary shall be elected to a term of 2 years with elections held in even numbered years.

CLAUSE D - TREASURER - The Treasurer shall be responsible for the funds of the Chapter and shall submit complete financial reports to the last meeting of the person's term of office. The Treasurer shall be responsible for completing all financial reporting requirements to The Society when requested to do so. Duties also shall include the receipt and disbursement of funds. The Treasurer shall be elected to a term of 2 years with elections held in odd numbered years.

CLAUSE E - EXECUTIVE BOARD - The Executive Board shall act as the governing body for tile Chapter and shall be made up of the above named officers, the immediate Past President, two Chapter members elected to the Board, and a Student Representative.

Subpart I. MEMBER-AT-LARGE-The Executive Board will contain 2 elected Members-At-Large who will serve as voting members. Members-At-Large will complete specific tasks as assigned by the Executive Board.

Subpart 2. STUDENT REPRESENTATIVE -The Student Representative shall serve as a voting member of the Executive Board and serve as a liaison to the Chapter for all student chapters within the organizational area of the Chapter (Article I, Section 2). The Student Representative provides the editor of the Chapter newsletter with news and items of interest f om these same student chapters, serves as a contact for the Chapter on student issues, and seeks ways to involve students in the activities of the Chapter and Chapter members in the activities of student chapters. A Student Representative must be a member in good standing of their Student Chapter, or as a Student Member of the State Chapter.

Section 4. TERM OF OFFICE - All members of the Executive Board must be voting members of The Wildlife Society, serve for approximately 2 years, 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.

159 Section 5. VACANCIES - If the office of President is vacated for any reason, the President-Elect shall assume the  
160 duties of the President for the balance of the unexpired term of the President. All other vacancies in any unexpired  
161 term of an elected office shall be filled through appointment by the Executive Board, although an appointed  
162 President-Elect shall serve only until the next scheduled Chapter election where the membership shall elect the next  
163 President. All appointees must be Regular Members of the Chapter and voting members of The Wildlife Society.  
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## 165 ARTICLE VI. MEETINGS

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167 Section 1. REGULAR MEETINGS - Regular membership meetings shall be held at such times and places as  
168 determined and published by the Executive Board.  
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170 CLAUSE A - ANNUAL MEETING - The regular meeting in January or February, known as the Annual Meeting,  
171 shall be for the purposes of electing or installing officers, receiving reports of officers and committees, and for any  
172 other business that may arise.  
173

174 CLAUSE B - MEETING NOTICE - Members must be notified at least 1 month prior to annual and regular meetings  
175 and at least 10 days prior to special meetings.  
176

177 CLAUSE C - QUORUM - Quorum for the Annual Meeting of the Chapter shall be over 50 percent of the  
178 membership, or 10 members in good standing, whichever is less; and, for Executive Board Meetings, 3 members of  
179 the Board.  
180

181 CLAUSE D - MEETING RULES - Order of business and parliamentary procedures at Chapter meetings shall follow  
182 Robert's Rules of Order, latest revision.  
183

184 CLAUSE E - BY-LAWS - Chapter By-Laws shall be available for inspection during every meeting. If these by-laws  
185 are revised, any revision must be approved by The Wildlife Society before becoming effective.  
186

187 Section 2. SPECIAL MEETINGS - Special meetings may be called by the Executive Board at any time, provided  
188 due notice (Article VI, Section 1, Clause B) and the purpose of the call are given.  
189

190 CLAUSE A - Only items listed in the call for a special meeting shall be acted upon at the special meeting.  
191

192 CLAUSE B - Clauses B through E under Section I of this Article apply as well to special meetings.  
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## 194 ARTICLE VII. MANAGEMENT AND FINANCES

195  
196 Section 1. EXECUTIVE BOARD - The Virginia Chapter shall be governed by an Executive Board composed of its  
197 officers, the immediate Past President, two Chapter members elected to the Board, and a Student Representative.  
198

199 CLAUSE A - CONDUCT - The Executive Board shall conduct its affairs in conformance with the provisions of  
200 these By-Laws, and those of The Society. The Board is authorized to act for the Chapter between meetings and shall  
201 report its interim actions to the members at the next membership meeting. Any Board action may be overridden by a  
202 two-thirds majority vote of the Regular Members attending a membership meeting.  
203

204 CLAUSE B - ATTENDANCE - Members may attend Board meetings, may participate therein when asked to do so,  
205 but may not vote at such meetings.  
206

207 Section 2. FINANCE - Funds of the Virginia Chapter shall be under the supervision of the Executive Board and shall  
208 be handled by the Treasurer. The financial records of the Virginia Chapter shall be examined periodically by the  
209 Audit Committee (Article VIII, Section 2, Clause F).  
210

211 CLAUSE A - The Treasurer need not be bonded.  
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213 CLAUSE B - Funds shall be derived from dues, special assessments, work projects, and contributions.

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215 CLAUSE C - Funds shall be placed in a federally-insured bank or savings and loan association.  
216  
217 Section 3. REPORTS - Within 20 days after an election or other official action(s), the Secretary shall report such  
218 action(s) to the Executive Director of The Wildlife Society, the Southeastern Section Representative, and the  
219 Southeastern Section President. An annual report shall be forwarded to these same parties by the President. To meet  
220 IRS reporting requirements the Treasurer will send to TWS (1) A statement of calendar-year income and expenses,  
221 together with starting and ending balances to the Executive Director of The Wildlife Society in January of each year  
222 for federal tax reporting by the Society office and (2) If the Chapter obtains its Employer ID Number through The  
223 Wildlife Society, the Chapter shall also submit required IRS forms to the IRS and the IRS confirmation receipt to  
224 The Wildlife Society; the Chapter may contact The Wildlife Society to determine the appropriate form to submit for  
225 IRS reporting purposes.  
226  
227 Section 4. FILES - The Chapter shall maintain a file containing: By-Laws of The Wildlife Society, the Southeastern  
228 Section, and the Virginia Chapter; minutes of all regular and special meetings of the membership and of the  
229 Executive Board; correspondence pertinent to Chapter affairs; all committee reports; financial statements and  
230 records; and all other material designated as pertinent by the Executive Board. A "procedure for filing" shall be kept  
231 in the Chapter file for the guidance of each succeeding Secretary. A Chapter "Operations Manual" provided by The  
232 Society will be maintained by the Chapter President and a written record of transfer of this manual to the incoming  
233 President will be maintained and The Society will be notified of each such transfer.  
234  
235 Section 5. RESOLUTIONS AND PUBLIC STATEMENTS - Any member may submit resolutions or statements to  
236 the Conservation Review Committee (Article VIII, Section 2, Clause C) for consideration by the Chapter's Executive  
237 Board. These shall be accepted or rejected by the Board and, if involving new policy, prepared for submission to the  
238 Chapter membership. Such new items must be approved by a two-thirds majority vote of the Chapter membership  
239 voting and must be transmitted to The Wildlife Society, the Southeastern Section Representative, and the  
240 Southeastern Section President, if approved. Actions falling within previously established Chapter policies may be  
241 carried out by any Chapter officer upon unanimous approval of the Executive Board. On issues where there are no  
242 previously established Chapter policies and that demand action on a reasonably short notice, the President, or  
243 designated representative, may present a Public Statement on behalf of the Chapter provided that: 1) the concept of  
244 the statement be brought to the Executive Board's attention and is accepted by them prior to public issuing of the  
245 statement; and 2) copies of the statement are sent to the membership within 15 days after public issuing of the  
246 statement. Furthermore, the Virginia Chapter may issue a statement pertaining to subjects in its locale: a) when the  
247 content of the statement falls within the established policy of The Wildlife Society; and b) in the absence of existing  
248 position statements by The Wildlife Society.  
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250 The Virginia Chapter will not issue statements that may be in conflict with the policy of The Wildlife Society  
251 without prior approval of the Society's Council. All statements will follow the "Policy Guidelines"  
252 (<http://wildlife.org/network/tws-local/annual-reporting/>). The Chapter membership, The Wildlife Society, the  
253 Southeastern Section Representative, and the Southeastern Section President must receive copies of any Resolution  
254 of Public Statement within 15 days of such action.  
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256 ARTICLE VIII. COMMITTEES  
257  
258 Section I. APPOINTMENTS - The Chapter President shall consider suggestions of the Executive Board in  
259 appointing chairs of all regular standing committees, except the Nominating and Elections Committee (Article V,  
260 Section!), and all special committees such as awards and hospitality. Committee chairs shall complete the staffing of  
261 their committees with the President's assistance. All committee chairs shall submit a written summary of committee  
262 activities to the President and the Secretary before the close of each annual Chapter business meeting.  
263  
264 Section 2. DUTIES OF STANDING COMMITTEES  
265  
266 CLAUSE A - NOMINATING AND ELECTIONS - See Article V, Section I.  
267

268 CLAUSE B - MEMBERSHIP - This committee shall encourage the maximum number of qualified persons residing  
269 or working within the Chapter's organizational area to become members of The Wildlife Society, the Southeastern  
270 Section, and the Virginia Chapter.  
271

272 CLAUSE C - CONSERVATION REVIEW - This committee shall review legislative proposals, administrative  
273 regulations, environmental assessments and impact statements, and other subjects or issues affecting wildlife or  
274 wildlife habitat within the organization area of the Chapter and make recommendations to the Executive Board for  
275 any action that should be taken by the Virginia Chapter. The Chair may ask any Chapter member to assist with  
276 reviews. This committee also shall receive proposed resolutions and public statements from any member at any time,  
277 and shall prepare, submit, and recommend action on such items to the Executive Board in accordance with Article  
278 VII, Section 5.  
279

280 CLAUSE D - PROGRAM- This committee shall be responsible for arranging and planning the Annual Meeting and  
281 other meetings of the Chapter. The President-Elect serves as the chair of this committee.  
282

283 CLAUSE E - EDUCATION AND INFORMATION - This committee shall seek and employ methods of informing  
284 the public of basic wildlife management concepts and of Chapter and Society activities and interests.  
285

286 CLAUSE F - AUDIT - This committee shall consist of a chair and at least 2 additional members. It shall review the  
287 financial records and supporting documents of the Treasurer at least annually. The committee also shall review these  
288 records and documents prior to any change in the office of the Treasurer.  
289

290 CLAUSE G - INCREASING DIVERSITY, EQUITY, AND AWARENESS (IDEA) - This committee's efforts will  
291 be to increase diversity, inclusion, equity, and access to resources, among traditionally underrepresented groups in  
292 the wildlife profession. Membership in the IDEA Committee shall be available to any member of the Virginia  
293 Chapter in good standing.  
294

295 Section 3. ACCOUNTABILITY - All committees shall be accountable to the Executive Board, under the general  
296 supervision of the President.  
297

298 Section 4. TENURE - All committees shall serve until new committees are appointed in their stead or until the duties  
299 assigned to the committee have been discharged.  
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## 301 ARTICLE IX. DISSOLUTION 302

303 Section 1. STANDARDS TO CONTINUE - The Chapter must continue to demonstrate its viability to the Council  
304 of The Wildlife Society by meeting the following standards: a) complying with the criteria for affiliation (Article 1,  
305 Section 3), b) submitting the required reports to The Wildlife Society (Article VII, Section 3), and c) fulfilling the  
306 purposes and intent of these bylaws. The Council of The Wildlife Society may dissolve the Virginia Chapter  
307 following a 1 year grace period during which time the Chapter can come back into compliance.  
308

309 Section 2. DISSOLUTION - The Council of The Wildlife Society may dissolve the Virginia Chapter, following a 1  
310 year grace period during which time the Virginia Chapter can come back into compliance, if (1) it finds the Chapter  
311 is not meeting the standards established in Article IX, Section 1 and/or (2) if the Chapter fails to file required IRS  
312 reports, as set out in Article VII, Section 3, for 3 consecutive years. Upon dissolution of the Virginia Chapter of The  
313 Wildlife Society, its Executive Board shall transfer all assets, accrued income, and other properties to The Council of  
314 The Wildlife Society with the understanding that said assets will be held for a maximum of 5 years from the date of  
315 dissolution of the Chapter, for redistribution to another chapter that may be established in approximately the same  
316 geographical area within said 5-year period. If another chapter is not established within said area and period of time,  
317 the Society Council may use or distribute all assets, accrued income, and other properties as best determined by the  
318 Council in accordance with Society Bylaws.  
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## 320 ARTICLE X. AMENDMENT TO BY-LAWS

321 Section I. PROCEDURES - These By-Laws may be altered or amended by a majority of the Chapter members  
322 voting at any annual or special meeting if notice of the proposed changes is properly made (Article VI, Section I B).  
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324 Section 2. CONFORMANCE - No amendment to these By-Laws shall be enacted that results in a conflict with The  
325 Wildlife Society By-Laws. If these By-Laws are revised, the new revision must be approved by The Society before  
326 becoming effective.