

BYLAWS OF THE MISSISSIPPI CHAPTER OF THE WILDLIFE SOCIETY

Organized: September 3, 1973
Amended and Approved: September 23, 2021

ARTICLE I. NAME, AREA, AND AFFILIATION

Section 1. NAME – The name of this organization shall be the Mississippi Chapter of The Wildlife Society.

Section 2. AREA – This Chapter shall have as its area of organization the State of Mississippi.

Section 3. CRITERIA FOR AFFILIATION – The Mississippi Chapter shall conform to Bylaws, Code of Ethics, objectives, policies and positions as adopted by The Wildlife Society, Inc.¹ (Hereinafter, The Wildlife Society, Inc., is referred to as the Society.)

ARTICLE II. OBJECTIVES

Section 1. OBJECTIVES – Consistent with the objectives of The Wildlife Society, the Mississippi Chapter objectives are to:

1. Establish and maintain the highest professional standards of integrity and conduct;
2. Encourage management of wildlife species along sound biological principles;
3. Establish and maintain good communications and cooperative attitudes among various individuals, groups and agencies within Mississippi who have responsibilities and interests in wildlife research, conservation, and management;
4. Promote an awareness of the values of wildlife species and their habitats, particularly those found within the State of Mississippi.

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

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

1. Provide opportunities for better liaison among individual members, their Section, and the Society.
2. Evaluate and respond to the principals involved in proposed or enacted societal actions that could affect wildlife or its habitats.
3. Recognize and commend outstanding professional achievements in maintenance, restoration and enhancement of habitats for wildlife.
4. Focus the aims and objectives of the Society and the Southeastern Section upon professional wildlife needs, problems, and events in Mississippi.
5. Encourage communication between members and non-members to facilitate understanding and effectiveness of research and management of wildlife resources.

ARTICLE III. CHAPTER YEAR

The Chapter fiscal year shall begin January 1 and operating year immediately following the annual meeting.

ARTICLE IV. MEMBERSHIP

Section 1. VOTING MEMBER – Voting membership in the Mississippi Chapter shall be available to any voting member of the Society who resides or conducts professional activities within the organization 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 Mississippi Chapter shall be available to any person who, although either 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. Other Members shall be entitled to all rights, privileges and responsibilities of voting members, including voting in Chapter elections, except those reserved for Chapter Voting Members such as voting on issues impacting the Society at the national/international level (Article IV, Section 1).

Section 3. CHARTER MEMBER – Voting and Other Members in good standing on the membership rolls as of January 31, 1974, shall be considered Charter Members.

Section 4. HONORARY MEMBER – Honorary Members of the Mississippi Chapter shall be persons who, by a simple majority vote of all Chapter members present at an annual meeting or quorum, 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 are to be determined at each annual meeting and shall be payable by each member to the Secretary-Treasurer no later than January 31 of each year.

Members who have not paid the Society dues shall lose their Voting Member status in the Mississippi 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.

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 are not paid.

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 reapplication and 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 Mississippi Chapter, shall prepare a slate of at least 2 candidates for each of the elective positions, namely: President-Elect, Secretary-Treasurer, 2 additional Executive Board members, and a Chapter Representative to the Southeastern Section 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 voting.

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.

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

Section 2. BALLOTING – Written and/or electronic ballots shall be received from the members by the Secretary-Treasurer and shall be counted by the Nominating and Elections Committee. 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. All voting procedures shall be regulated by the Nominations and Elections committee (Article V, Section 1) subject to oversight by the Executive Board.

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 shall be declared elected. No one may hold more than 1 elective position simultaneously. In the event of a tie vote, the Executive Board shall make the decision. If a current Executive Board member is one of the candidates in the tied contest, that board member must abstain from the tie-breaking vote. In the case that there is a tie among the Executive Board, the President will break the tie.

Section 3. OFFICERS – Officers of the Mississippi Chapter shall consist of a President, President-Elect (who shall serve as Vice-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. The President shall serve 1 year before becoming Immediate Past-President.

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. The President-Elect shall serve 1 year before becoming 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 – 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 Mississippi Chapter shall be governed by an Executive Board composed of its officers (President, President-Elect, and Secretary-Treasurer), an immediate past-President, the Chapter Representative to the Southeastern Section, and two (2) elected at-large board members. The President of each official student chapter in Mississippi shall be an *ex officio*, non-voting member of the Executive Board.

CLAUSE E – CHAPTER REPRESENTATIVE TO THE SOUTHEASTERN SECTION – The Chapter Representative shall represent the Mississippi Chapter in Southeastern Section affairs. This person 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 Representative will assist the Section President by verifying mailing addresses, conducting membership drives, polling individual members, and assisting in routine Section business. The term of the Chapter Representative will be for 2 years.

CLAUSE F – IMMEDIATE PAST-PRESIDENT – For one year immediately following tenure as President, the President will serve on the Executive Board as Immediate Past-President.

CLAUSE G – AT-LARGE BOARD MEMBERS – Two (2) at-large Board Members will be elected from the membership. The term of office will be for 2-years, with staggered elections such that 1 at-large Board Member is elected each year.

Section 4. TERM OF OFFICE – The officers and elected Board members must be voting members of the Society and Chapter, be installed at the Annual Meeting, take office immediately following the Annual Meeting, and unless reelected or as otherwise noted, terminate their duties at the conclusion of the next Annual Meeting, or at such time as their successors are elected and installed.

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

CLAUSE A – ANNUAL MEETING – The chapter shall hold at least one regular meeting per year called 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. The Program Committee (Article VIII, Section 2.C) shall determine the time and place of the Annual Meeting and whether or not it will be held in conjunction with other conservation organizations. The Annual Meeting also may consist of an overnight stay, extended agenda including professional development, education, and networking opportunities, and other non-chapter business affairs as determined and scheduled by the Program Committee (Article VIII, Section 2.C).

CLAUSE B – MEETING NOTICE – Members must be notified at least 30 days prior to regular meetings and at least 10 days prior to special meetings (as defined in Article VII, Section 2).

CLAUSE C – QUORUM – The quorum for regular or special meetings 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, 4 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 version)* in all cases to which they are applicable, and in which they are consistent with the Bylaws and/or other special rules of the Chapter and the Society.

CLAUSE E – BYLAWS – The Bylaws of this organization shall be available for inspection during every meeting and the current version shall be posted on the Chapter website.

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 Mississippi Chapter shall be governed by an Executive Board composed of its officers, the immediate Past-President, the Chapter Representative to the Southeastern Section, and 2 at-large board members duly elected to the Board. The President of each official student chapter in Mississippi shall be an *ex officio*, non-voting member of the Executive 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 report 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 Mississippi Chapter shall be under the supervision of the Executive Board and shall be handled by the Secretary-Treasurer. The Executive Board may authorize expenditure of Mississippi Chapter funds up to \$500 when current annual expenditures are < 15% of the chapter's current account. One-time expenditures in excess of \$500 require the approval of a quorum of the membership as defined for the purposes of annual meetings (Article VI, Section 1C). The financial records of the Mississippi 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, fund-raising events, and contributions.

CLAUSE C – Funds shall be placed in a federally-insured bank or savings and loan association.

CLAUSE D – The Secretary-Treasurer and Executive Board shall ensure that no debt greater than the current bank balance shall be incurred.

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 Wildlife 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 Wildlife 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 Wildlife Society, the Chapter shall also submit required IRS forms to the IRS and the IRS confirmation receipt to The Wildlife Society; the Chapter may contact The Wildlife 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 Mississippi 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. The official filing system adopted by the Executive Board on 8 January 1976 will be used for all Chapter records. This “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 Wildlife 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 Mississippi Chapter may issue statements pertaining to subjects in its locale:

1. when the content of the statement falls within the established policy of the Society; and
2. in the absence of existing position statements by the Society.

The Mississippi 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 "Subunit 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:

CLAUSE A – NOMINATING AND ELECTIONS – (See Article V, Section 1.) The Executive Board shall appoint a 3- person Nominations & Elections committee. The duties of this committee will be to gather nominations of open Executive Board positions and to oversee the elections (See Article VII, Section 1). The 3 members will select a chairperson from among themselves.

CLAUSE B – ANNUAL MEETING PROGRAM – This committee shall be appointed either during or immediately following each annual meeting for the next annual meeting. The President will chair this committee. This committee, under the direction of the President assisted by the

President-Elect, will make arrangements for the meeting, including place, time, program, refreshments, and other pertinent details, and report to the members at least 45 days prior to that meeting. The President-Elect is responsible for arranging the meeting location for the following year.

CLAUSE C – 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 D – BYLAWS – This committee shall review, prepare, submit, and recommend action to the Executive Board on any changes necessary to maintain Bylaws in keeping with current Chapter and Society policies.

CLAUSE E – FUNDRAISING – This committee shall raise chapter funds, when needed as requested by the Executive Board. It shall make recommendations to the Executive Board on use of funds and fiscal direction of chapter.

CLAUSE F – SPECIAL COMMITTEES – Special committees shall be appointed by the President and function as necessary to complete the duties assigned.

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 Wildlife Society by meeting the following standards:

1. complying with the criteria for affiliation (Article I, Section 3),
2. submitting the required reports to the Society (Article VII, Section 3), and
3. fulfilling the purposes and intent of these bylaws.

Section 2. DISSOLUTION – The Council of The Wildlife Society may dissolve the Mississippi Chapter, following a 1 year grace period during which time the Mississippi 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 Mississippi Chapter 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 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.