

1 **BYLAWS OF THE WESTERN SECTION OF THE WILDLIFE SOCIETY, INC.**

2 Organized: January 15, 1954

3 As Amended and Approved February 17, 2017

4 **ARTICLE I. NAME, AREA, AFFILIATION, AND COMPOSITION**

5 Section 1. NAME - The name of this organization shall be the Western Section of the Wildlife Society¹
6 (hereinafter referred to as the Section).

7 Section 2. AREA - This Section shall have as its area of organization the States of California, Nevada,
8 ~~Hawaii and the Territory of Guam; Commonwealth of the Northern Mariana Islands; Territories of~~
9 ~~American Samoa and Guam; and the Freely Associated States of the Federated States of~~
10 ~~Micronesia, Palau, and Republic of the Marshall Islands.~~

11 Section 3. CRITERIA FOR AFFILIATION - The Section shall conform to Bylaws, Code of Ethics,
12 objectives, policies and positions as adopted by The Wildlife Society, Inc². (hereinafter, The
13 Wildlife Society, Inc., may be referred to as The Society).

14 Section 4. COMPOSITION - The Section shall be composed of those Chapters that affiliate with the
15 Section, and those professionals and others, regardless of age, race, religion, gender, ethnicity,
16 disability, sexual orientation, or nationality who are interested in wildlife resources, who subscribe
17 to The Society's objectives and Code of Ethics and who are interested in the affairs of the
18 Section.

19 **ARTICLE II. OBJECTIVES AND IMPLEMENTATION**

20 Section 1. OBJECTIVES - Consistent with the objectives of The Society, the Section objectives are:

- 21 1. To encourage the highest standards in all activities of the wildlife profession.
- 22 2. To recognize and commend outstanding work in the profession and in other efforts of wildlife
23 conservation and ecology.
- 24 3. To support and promote the activities and objectives of The Society and Chapters within the
25 Section regarding wildlife needs, problems, and events in the Western Section area.

26 Section 2. IMPLEMENTATION - To achieve these objectives, this Section proposes to:

- 27 1. Provide opportunities for communication among Section members and between Section
28 members and The Society.
- 29 2. Provide opportunities for continuing education for Section members.
- 30 3. Evaluate and respond to proposed or enacted social actions that could affect wildlife or its
31 habitats.
- 32 4. Recognize and commend outstanding professional achievements in the maintenance,
33 restoration, and enhancement of wildlife and their habitats.
- 34 5. Focus the aims and objectives of The Society and the Western Section upon professional
35 wildlife needs, problems, and events in local situations.

¹ The Western Section was incorporated in 1982 under the laws of the State of California.

² The Wildlife Society was incorporated in 1948 under the laws of the District of Columbia.

Commented [DY1]: Proposed changes to put before membership for vote to approve or reject, Fall 2020
Approved to send to membership: 8/29/2020

Commented [DY2]: From HI bylaws for Hawaii Chapter

36 6. Encourage communication between members and non-members to facilitate understanding
37 and effectiveness of research and management of wildlife resources.

38 ARTICLE III. ORGANIZATION

39 Section 1. WESTERN SECTION - In order to carry out its objectives the Section shall be governed by a
40 board of directors called the Executive Board as described in Article VI, Section 3 (hereinafter the
41 Executive Board will be referred to as the Board), and shall include Chapters which provide
42 member-oriented activities at local levels.

43 Section 2. CHAPTERS - Chapters within the Section Area (Article I, Section 2) may be formed or
44 dissolved according to the bylaws of The Society.

45 ARTICLE IV. SECTION YEAR

46 The Section operating and fiscal year shall begin January 1.

47 ARTICLE V. MEMBERSHIP

48 Section 1. MEMBERSHIP TYPES - Membership is available to persons ~~not subject to Section disciplinary~~
49 action who meet the following conditions:

Commented [DY3]: Added to implement Section disciplinary procedures

50 Section 1 Clause A. REGULAR MEMBER - Regular membership in the Western Section shall be
51 available to any person who is a member of The Society who resides in or conducts
52 professional activities within the organizational area of the Section (Article I Section 2).

53 Section 2 Clause B. ASSOCIATE MEMBER - Associate membership in the Western Section shall
54 be available to any person who is a member of The Society but neither lives nor conducts
55 professional activities within the organizational area of the Section (Article I Section 2) OR
56 who is not a member of The Society, but has an interest in the objectives and activities of the
57 Section and Society.

58 Section 3 Clause C. CHARTER MEMBER - Charter Members are those members in good
59 standing on the Section membership rolls as of July 30, 1953.

60 Section 4 Clause D. HONORARY MEMBER - Honorary Members of the Section shall be: 1)
61 persons receiving the Raymond F. Dasmann Award for Professional of the Year; or 2)
62 persons who, by a majority vote of Section Members, have been thus recognized for their
63 achievements. Persons granted Honorary Membership by The Society and residing in the
64 Section shall likewise be recognized as Honorary Members of the Section.

Commented [DY4]: Add recipients of the Raymond Dasmann Award as automatic Honorary Section members

65 Section ~~52~~. DUES - Annual dues shall be payable by each member to the Treasurer. Annual Section
66 dues also may be paid to The Society's Headquarters office, along with Society dues, and
67 subsequently will be remitted to the Section. Dues are payable on the membership anniversary
68 date.

69 Clause A. Dues Establishment - Annual dues shall include a basic fee for operations and
70 services of the Section. The Board may periodically adjust the basic fee within limits indicated
71 by the change in the Consumer Price Index for All Urban Consumers (CPI-U) occurring
72 February to February, rounded to the nearest dollar. Adjustments in the basic fee in excess of
73 that limit shall be recommended by the Board and submitted to the membership for approval.
74 Changes in dues will be sent to the Society by April 30 and will become effective July 1.

75 Clause B. Dues Categories - The Western Section recognizes the following dues categories for
76 both Regular and Associate Members:

- 77 1. Standard. Standard dues are paid by members not entitled to other dues categories ~~2 to~~
78 ~~7~~.
- 79 2. Life Member - A member who pays full Life Member dues is exempt from paying
80 subsequent annual Section dues. Life membership is set at up to 22.5 times the standard
81 dues rounded up to the nearest 5 dollar increment. Lifetime membership may be paid in
82 up to three incremental payments with dues locked in with the first payment.
- 83 3. Retired - A member retired from full-time employment ~~who has paid Standard dues for at~~
84 ~~least three years~~ is entitled to dues set at up to 50% of Standard dues rounded up to the
85 nearest dollar.
- 86 4. Student - A member enrolled in college level curricula or attending a post-secondary
87 school is entitled to dues set at up to 50% of Standard dues rounded up to the nearest
88 dollar.
- 89 5. Youth – A member enrolled in a high school or secondary education program or younger
90 is entitled to dues set at up to 25% of Standard dues rounded up to the nearest dollar.
- 91 6. Early Career Professional - A member who is: a) recently employed in an entry level
92 position; b) in a less than full time position or generally less than two years in a full time
93 position; or c) ~~a recently graduated student who is~~ seeking employment in the wildlife
94 profession is entitled to dues set at up to 50% of Standard dues rounded up to the
95 nearest dollar ~~for a period generally not to exceed five years~~. Members are expected to
96 pay Standard dues for membership or regular fees for events if they are financially
97 capable.
- 98 7. Honorary - Honorary Members are exempt from annual Section dues. Section Honorary
99 Members must still pay applicable Society or Chapter dues.
- 100 8. Supporting – A member who provides additional financial support to the Section by
101 paying dues set at two times Standard dues rounded up to the nearest 5 dollar
102 increment.
- 103 9. Contributing – A member who provides additional financial support to the Section by
104 paying dues set at three times Standard dues rounded up to the nearest 5 dollar
105 increment.

Commented [DY5]: To conform to current practices

Commented [DY6]: Drop this as it is a potential barrier to retired members and is not enforced. Retired member could join for the first time

Commented [DY7]: - Removed time-based requirements (recent, 5 years) except for general descriptions of generally less than 2 years in a full time position.
- Dropping recent graduate students as many individuals seek employment in job switching
- Last sentence emphasizes the honor system. Some events, grants, or scholarships may stipulate additional requirements for qualifying as an early career professional.

Commented [DY8]: To clarify that other dues may still be required

106 Section ~~63~~. PRIVILEGES - Members have privileges and responsibilities of their respective and
107 appropriate memberships.

108 Clause A. Voting - Regular Members, Associate Members, and Honorary Members may vote in
109 Section elections.

110 Clause B. Regular Members - Only Regular Members shall be entitled to hold office, serve as
111 Committee Chairs, and represent the Section's and Society's name or position officially when
112 so appointed by the Executive Board or by Officer appointment.

113 Clause C. Associate Members - Associate Members shall be entitled to serve on Committees or
114 assist with Section activities. Associate Members are NOT entitled to hold office, serve as
115 Committee Chairs, or represent the Section's and Society's name or position officially.

116 Clause D. Honorary Members - Honorary Members who are voting members of The Wildlife
117 Society shall have the same rights and privileges as Section Regular Members (Article V,
118 Section 1). Honorary Members who are not voting members of The Wildlife Society shall
119 have the same rights and privileges as Associate Members (Article V, Section 2).

120 Section 74. RESIGNATION - Members may resign at any time by giving notice to the Section's Treasurer,
121 or will be considered to have resigned if annual Section dues are not paid. No refund of Section
122 dues will be made.

Commented [DY9]: To recognize electronic communications versus postal mail

123 Section 85. REINSTATEMENT - Persons who are dropped from the rolls of the Section for non-payment
124 of dues or resignation may be reinstated into membership in the Section upon re-application and
125 payment of appropriate dues. Persons dropped from the membership rolls for Section disciplinary
126 actions may have terms limiting reinstatement of membership.

Commented [DY10]: Added to implement Section disciplinary procedures

127 ARTICLE VI. VOTING, ELECTIONS AND OFFICERS

128 Section 1. NOMINATING AND ELECTIONS COMMITTEE - The three-member Nominating and Elections
129 Committee, selected by the Board (Article IX, Section 1), shall prepare a slate of candidates for
130 each of the following positions: President-Elect, and Section Representative to The Society.

131 Clause A. Qualifications - All nominees must be Regular Members (Article V, Section 1). No one
132 may hold more than 1 elective position simultaneously. Prior to accepting a nomination, the
133 candidate must declare intent to resign an existing elective position if elected to the new
134 position.

135 Clause B. Approval - Prior approval shall be obtained from candidates.

136 Clause C. President-Elect Nominees - Notice seeking nominees will be provided to membership
137 at least 30 days prior to announcing the nomination slate. Additional nominees may be added
138 to the Nominating and Elections Committee's slate upon the signed support of six (6) or more
139 members, provided prior approval has been obtained from each nominee. Additional
140 nominees may be part of the slate of two (2) candidates or may be in addition.

141 Clause D. Slate of One – If the Nominating and Elections Committee has contacted at least 20
142 bona-fide candidates for a second nomination of President-Elect and all have declined, a
143 slate of one (1) candidate may be submitted to the membership for the position of President-
144 Elect.

145 Clause E. Membership Notice - The nomination slate for President-Elect shall be submitted to the
146 membership at least 30 days prior to the Annual Meeting.

147 Clause F. Section Representative – The nomination slate of two (2) candidates for Section
148 Representative to The Society shall be submitted to the Nominating Committee of The
149 Society.

150 Section 2. VOTING - Written or electronic ballots shall be received from the members by the Secretary
151 Section and shall be counted by the Nominating and Elections Committee. For voting purposes, it
152 is the sole responsibility of members to ensure they have provided the Section with a valid and
153 current email address and/or postal address prior to the voting period. For ballot counting
154 purposes, the President shall appoint a replacement for any member of the Nominating and
155 Elections Committee who has been nominated for an office.

Commented [DY11]: Electronic voting results are transmitted from the webmaster directly to the Nominating and Elections Committee

156 Clause A. Delinquent Membership - Members in arrears shall forfeit their rights to vote during the
157 period of their delinquency.

158 Clause B. Absentee Ballot - A signed absentee ballot may be submitted to the Secretary-Section
159 by a member prior to the scheduled time for counting ballots.

Commented [DY12]: Mailed ballots would be sent to the Sections PO Box and collected by the Section's Project Manager and incorporated with the web results by the Section webmaster

160 Clause C. Majority Vote - The candidate receiving the largest number of votes shall be declared
161 elected. In the event of a tie vote, an uneven number of members of the Board shall cast a
162 ~~secret~~ deciding anonymous vote by ballot.

Commented [DY13]: Clarifying the means of voting shall be by anonymous ballot vote

163 Clause D. Section Representative - Balloting for Section Representative to The Society will be
164 administered by The Society.

165 Clause E. Other Business – Other Section business requiring a membership vote will be decided
166 by a majority of votes cast unless otherwise stipulated in the call for a vote.

167 Clause F. **Special Election** – A special election for Other Section Business can be called with due
168 notice to members and voting open for at least 30 days.

Commented [DY14]: Allows for special election voting not associated with annual election of president-elect. Must have at least 10 days member notice and 30 day open voting

169 Section 3. EXECUTIVE BOARD - The Executive Board shall act as the governing body for the Section
170 and shall be made up of officers of the Board, the duly elected or appointed Chapter
171 Representatives, Voting Board Appointees, and Other Committee Chairs. Officers of the Western
172 Section shall consist of President, President-Elect, Past President, Section Representative to The
173 Society, Treasurer, and Secretary. An Executive Committee, composed of the Officers of the
174 Western Section, is empowered to take action on behalf of the Executive Board between
175 meetings of the Executive Board on urgent matters. Voting Board Appointees of the Western
176 Section shall consist of the chairs of the Professional Development Committee, Conservation
177 Affairs Committee, Diversity Committeel, and *Western Wildlife* Committee, and the
178 Communications Content Editor. All Executive Board members must be Regular Members of the
179 Section. Major duties of Executive Board members are listed below. Additional duties are
180 provided in the Section's Operations Manual.

Commented [DY15]: Proposing to add the Chair of the Diversity Committee as voting member

181 Clause A. President - The President shall have general supervision of the Section officers, shall
182 appoint, with the advice of the Board, the Chairs of all standing and ad hoc committees as
183 provided in Article IX, Section 1, shall preside as the Chair at meetings of the Board, and
184 shall be an ex officio member of all committees, except the Nominating and Elections
185 Committee. The President leads the Executive Committee. The President submits an annual
186 report to TWS. The President may represent the Section or appoint alternate representatives
187 to other Section, or Society boards, committees or meetings.

188 Clause B. President-Elect - The President-Elect shall assume the duties of the President in the
189 absence or upon the inability of the President to serve, and shall perform any duties assigned
190 by the President. In the event the President-Elect cannot serve in the President's absence,
191 the Board shall appoint a President, pro tempore. The President-Elect shall succeed to the
192 office of the President at the close of the President's term of office. The President-Elect chairs
193 the Program Committee and serves on the Executive Committee.

194 Clause C. Past President – The immediate Past President shall be responsible for assisting and
195 advising the President and the Board in all matters concerning the Section and for conducting
196 other duties as assigned by the President. The Past-President chairs the Nominating and
197 Elections and Financial Review Committees and serves on the Executive Committee.

198 Clause D. Treasurer – The Treasurer shall be responsible for the funds of the Section and shall
199 submit financial reports at each Board meeting and at the Annual meeting of the Section. The
200 Treasurer is responsible for ensuring the timely preparation of appropriate tax forms,
201 submitting forms to the President for Executive Board review, filing reviewed forms with the
202 IRS to meet submittal deadlines, and providing proof of filing to the Society. The Treasurer
203 serves on the Executive Committee and serves as an ex officio member of the Financial
204 Review Committee.

205 Clause E. Section Representative to the Society - The Section Representative shall represent the
206 Section to The Society. This person shall represent and serve as liaison to The Society for
207 the Section, provide the editors of *The Wildlifer* and *The Wildlife Professional* with news and
208 items of interest from the Section area, and serve as a contact among The Society sections
209 and members in their respective areas. The Section Representative serves on the Executive
210 Committee.

211 Clause F. Chapter Representative to the Western Section - Each Chapter shall elect, or appoint,
212 following their respective bylaws a Chapter Representative to the Western Section. This
213 person shall represent and serve as liaison to the Section for the Chapter, provide the
214 Section with periodic written reports (not less than 1 per year) on Chapter activities, and
215 serve as a contact among the Section, Chapters, and members from their respective areas.
216 Chapter Representative duties include: a) attending in person or by proxy all Board meetings;
217 b) participating in discussions and voting on motions; c) ensuring that all Chapter officers are
218 members of The Society; d) ensuring that an annual financial statement from the Chapter is
219 submitted to the President; and e) assisting the Section President by verifying mailing
220 addresses, conducting membership drives, polling individual members, serving on Board
221 committees, and assisting in routine Section business. In the event that a Chapter is inactive
222 and fails to elect or appoint a Chapter Representative, the Board shall appoint a Chapter
223 Representative from the geographic area of the inactive Chapter.

224 Clause G. Secretary – The Secretary shall record and distribute the minutes of all meetings. The
225 Secretary is responsible for ensuring the timely submittal of Section election results and
226 Section Board member contact information to The Society. The Secretary serves on the
227 Executive Committee.

228 Clause H. Voting Board Appointees – Duties for ~~the chairs of the Professional Development~~
229 ~~Committee, Conservation Affairs Committee and Western Wildlife Committee, and the~~
230 ~~Communications Content Editor~~ Voting Board Appointees include: a) attending in person or
231 by proxy all Board meetings; b) submitting written reports; and c) participating in discussions
232 and voting on motions. Other duties are described in Article IX.

Commented [DY16]: Simplified as Voting Board Appointees defined in Article VI, Section 3

233 Clause I. Other Committee Chairs – Duties for the chairs of other standing or ad hoc committees
234 not identified in Clause H include: a) submitting written reports for Board meetings; and b)
235 presenting committee activities to the Board as requested. Other duties are described in
236 Article IX. Other Committee Chairs may attend Board meetings in person or by proxy and
237 may participate in Board discussions but do not vote.

Commented [DY17]: Allows a non-voting proxy to attend Board meetings

238 Clause J. ~~Executive Board Proxy~~ - Members of the Executive Board, with the exception of the
239 President, may appoint a proxy member to attend Board meetings upon written notification
240 submitted to the President. Proxies for Chapter Representatives may vote and count towards
241 quorum if authorized by Chapter bylaws; otherwise, proxy members may participate in
242 discussions but may not vote and do not count towards quorum (Article VII, Section 1, Clause
243 C).

Commented [DY18]: Under California code for non-profits, voting proxy cannot be given to an unelected or unappointed member. However, participation to provide representation in Board meetings is desired.

Voting may be allowed if Chapter bylaws specifically allow for an alternate Chapter Representative with full representative privileges. To implement this, Chapters would need to amend their bylaws and elect a Representative and an alternate in member voting OR include the duties of alternate with another member-voted position. The proxy must be prepared to fulfill the duties of the representative

244 Section 4. TERM OF OFFICE - The officers and Board members are installed at the Annual Business
245 Meeting, take office immediately upon installment, and unless reelected, terminate their duties at
246 the conclusion of the next Annual Meeting, or at such time as their successors are elected and
247 installed.

248 Clause A. President - The President shall serve for one (1) year, upon conclusion of the term the
249 President becomes the Past President.

250 Clause B. President-Elect - The President-Elect shall serve for one (1) year. Upon conclusion of
251 the term the President-Elect succeeds to the Presidency.

252 Clause C. Past President – The Past President shall serve a one- (1) year term.

253 Clause D. Section Representative - The Section Representative shall serve for three (3) years,
254 and may serve no more than two (2) consecutive terms as provided by TWS bylaws.

255 Clause E. Chapter Representative - Chapter Representatives serve on the Board according to
256 Chapter Bylaws.

257 Clause F. Treasurer – The Treasurer shall serve for two (2) years, is appointed by the President,
258 and may be reappointed for successive terms.

259 Clause G. Secretary – The Secretary shall serve for two (2) years, is appointed by the President,
260 and may be reappointed for successive terms.

261 Clause H. Voting Board Appointees – ~~The Chairs of the Professional Development Committee,
262 Conservation Affairs Committee and Western Wildlife Committee, and the Communications
263 Content Editor~~Voting Board Appointees shall serve for two (2) years and are appointed by the
264 President. These positions may be reappointed for successive terms, except the
265 Communications Content Editor, which shall serve a maximum of two (2) consecutive terms.

266 Clause I. Other Committee Chairs – Appointments are made as provided in Article IX, Section 1.

Commented [DY19]: Simplified as Voting Board appointees defined in Article VI, Section 3

267 Section 5. VACANCIES - If the office of President is vacated for any reason, the President-Elect shall
268 assume the duties of the President for the balance of the unexpired term of the President. All
269 other Board officer vacancies except for Section Representative in any expired or unexpired
270 terms of an elective office or member or appointed member shall be filled through appointment by
271 the Executive Board, although an appointed President-Elect shall serve only until the next
272 scheduled Section election where the membership shall elect the next President. Section
273 Representative vacancies will be filled by the Society. All appointees must be Regular Members
274 of the Section.

275 Section 6. REMOVAL FROM OFFICE

276 Clause A. Grounds for Removal – An officer, Board member or Chapter representative may be
277 removed for failing to adhere to TWS Code of Ethics, failing or neglecting the performance of
278 duties devolved upon an officer, committee chair or Chapter Representative, engaging in
279 improper conduct or conduct contrary to the best interests of ~~TWS~~The Society or the Section,
280 violating these Bylaws, or other causes, including failing to attend three consecutive regularly
281 scheduled meetings of the Executive Board without prior notification to the President ~~or failing
282 to vote in at least one-half of the votes before the Board between regularly scheduled
283 meetings in a year.~~

Commented [DY20]: Clarifying that TWS meant both The Society and the Section

Commented [DY21]: Recommend adding ability to consider removal for failure to participate in voting between scheduled meetings. Expect this would rarely be used but provides additional encouragement for active voting

284 Clause B. Officers, Voting Board Appointees and Chapter Representatives – The Executive
285 Board may consider removing an officer, voting board appointee or Chapter Representative
286 upon written petition of the membership signed by 15% of the Section's Voting Members for
287 an officer or voting board appointee or by 15% of the Chapter's Voting Members for a
288 Chapter Representative. The President will notify the respective Chapter President if Chapter
289 Representatives fail to attend regularly scheduled Executive Board meetings ~~or failing to vote
290 on actions between regularly scheduled meetings.~~ Prior to acting on a petition for removal,
291 the Executive Board, ~~by~~ Secretary or designated TWS representative, shall provide the
292 challenged Board member with written notice of the petition and the stated grounds for
293 removal and an opportunity to appear before the Executive Board to hear the allegations and
294 present a response. The challenged Board member may waive such hearing in writing and in
295 lieu thereof submit ~~his or her~~ written response for consideration by the Executive Board.
296 Following such hearing or upon receipt of a signed written waiver of a hearing, the Executive

Commented [DY22]: Connected to item above.

Commented [DY23]: Removing unneeded gender reference

297 Board will consider the hearing response or submitted written response, if any, and vote on
298 the petitioned removal, requiring a two-thirds (2/3rds) majority of the legal votes cast of the
299 Executive Board. The Executive Board's vote on the matter shall be final and will be
300 communicated in writing to the subject Board member within ten days of the Executive
301 Board's vote.

302 Clause C. Other Committee Chairs – The President may consider removing an Other Committee
303 chair upon written petition signed by 20% of the Executive Board or 15% of the Section's
304 Voting members. Prior to acting on a petition for removal, the President, shall provide the
305 challenged committee chair with written notice of the petition and the stated grounds for
306 removal and an opportunity to appear before the President to hear the allegations and
307 present a response. The President has discretion to seek advice from the Executive Board
308 regarding the petition. The challenged committee chair may waive such hearing in writing and
309 in lieu thereof submit ~~his or her~~ written response for consideration by the President.
310 Following such hearing or upon receipt of a signed written waiver of a hearing, if any, the
311 President shall decide the matter. The President's decision on the matter shall be final and
312 will be communicated in writing to the committee chair within ten days of the decision.

Commented [DY24]: Removing unneeded gender reference

313 ARTICLE VII. MEETINGS

314 Section 1. REGULAR MEMBERSHIP MEETINGS - Regular membership meetings shall be held at such
315 times and places as determined and published by the Executive Board.

316 Clause A. Annual Member's Meeting – The Annual Member's Meeting is held at the Section's
317 Annual Meeting. The Annual Member's Meeting shall be for the purposes of installing
318 officers, receiving reports of officers and committees, and for any other business that may
319 arise.

320 Clause B. Meeting Notice - Members must be notified at least one (1) month prior to annual and
321 regular meetings and at least ten (10) days prior to special meetings ~~or special elections~~.

Commented [DY25]: Required if change to allow special elections is approved

322 Clause C. Quorum - Quorum for the Annual Meeting of the Section shall be over 50 percent of
323 the membership or 25 members in good standing, whichever is less: ~~and Quorum~~ for Board
324 meetings ~~is seven (7) voting members of the Board. Board members may participate by~~
325 ~~phone or other electronic means so long as all participating parties can communicate in real~~
326 ~~time with other participants. Attendance by proxy is defined in Article VI, Section 3, Clause J.~~

Commented [DY26]: Clarify that Quorum is set by voting board members. This has been standard practice

Commented [DY27]: Clarify that virtual participation can count towards quorum and voting provided all participants can communicate in real time

327 Clause D. Meeting Rules - Order of business and parliamentary procedures at Section meetings
328 shall follow The Standard Code of Parliamentary Procedures, latest revision, unless new
329 rules are adopted by the Board.

330 Clause E. Bylaws - Section Bylaws shall be available for inspection during every meeting. If these
331 Bylaws are revised, the new revision must be approved by The Society before becoming
332 effective.

333 Section 2. SPECIAL MEETINGS - Special meetings ~~of members~~ may be called by the Board at any time,
334 provided due notice ~~(Article VII, Section 1B)~~ and the purpose of the meeting are given.

Commented [DY28]: Clarifying Special meetings apply to meetings open to the whole membership

335 Clause A. Scope - Only items listed in the call for a special meeting shall be acted upon at the
336 special meeting.

337 Clause B. Procedures - All Clauses under Section 1 of this Article apply as well to special
338 meetings.

339 ARTICLE VIII. MANAGEMENT AND FINANCES

340 Section 1. CONDUCT - The Board shall conduct its affairs in conformance with the provisions of these
341 Bylaws, and those of The Society. The Board is authorized to act for the Section between
342 regularly scheduled meetings and shall report its interim actions to the members at each
343 succeeding membership meeting. Any Board action may be overridden by two-thirds of the
344 Regular Members attending a membership meeting, provided quorum is met.

Commented [DY29]: Clarifying business between scheduled meetings

Commented [DY30]: Quorum is needed to conduct official business

345 Clause A. Attendance - Members may attend board meetings, but may participate therein only
346 when asked to do so, and they may not vote at such meetings.

347 Clause B. Meetings of the Board - [The Board may meet as needed between regularly scheduled
348 meetings, including by telephone or video conference, provided that at least 48 hours due
349 notice is provided to Board members. Some routine business, may be conducted by email
350 communication and electronic voting between scheduled Board meetings provided that any
351 voting Board member may object, upon which the motion will be tabled until such time it can
352 be raised by telephone, video conference, or in person at a scheduled meeting.

Commented [DY31]: This provides phone or video conference meetings of the Board with a minimum 48 hour notice. Allows email communication or electronic voting on routine business unless a voting Board member objects

353 Section 2. FINANCE - Funds of the Western Section shall be under the supervision of the Board and shall
354 be handled by the Treasurer. The financial records of the Section shall be periodically examined
355 by the Financial Review Committee (Article IX, Section 2E).

356 Clause A. Bonding - The Treasurer need not be bonded.

357 Clause B. Sources - Funds shall be derived from dues, professional development proceeds,
358 grants, special assessments, work projects, publications, other special activity sales, and
359 contributions.

360 Clause C. Funds Security - Funds shall be placed in a federally-insured bank or savings and loan
361 association.

362 Section 3. REPORTS - Within 20 days after an election or other official action(s) the Secretary shall report
363 such action(s) to the Executive Director of The Society, and the Section Representative. The
364 President shall submit an annual report to the Executive Director of The Society. A statement of
365 calendar-year income and expenses, together with starting and ending balances, must be
366 submitted by the Treasurer to the President and to the Executive Director of The Society in
367 January of each year.

368 Section 4. FILES - The Section shall maintain a file containing Bylaws of The Society and the Section;
369 minutes of all regular and special meetings of the membership and the Board; correspondence
370 pertinent to Section affairs; all committee reports; financial statements and records; and all other
371 material designated as pertinent by the Board, subject to commonly accepted document retention
372 practices. A Section "Operations Manual" will be maintained by the Executive Board and copies
373 of the Bylaws and Operations Manual will be provided-made available to all incoming Board
374 members. A historical record shall be maintained by the Section.

Commented [DY32]: To clarify that document retention will follow common business practices

Commented [DY33]: Changed to accommodate the electronic format of the Operations Manual

375 Clause A. Open Records - Records of the Section that are available to the Section Executive
376 Board shall be available for review by members, upon request, with the exception of: 1)
377 personally identifiable information and confidential personnel matters; 2) negotiations with
378 prospective donors or employees; 3) information a donor or individual wishes to remain
379 anonymous; or 4) records from Executive Session. The Section reserves the right to
380 determine the method and means of making records reasonably available.

Commented [DY34]: Adopts an open records policy to support the Section Resolution on Transparency approved on October 10, 2018 (http://twswest.org/docs/policies/Resolution_on_Transparency.pdf). Protects personally identifiable information, confidential personnel matters, and some donor information. Information discussed during Executive Session is protected unless reported to the Board or officially disclosed during open session

381 Section 5. RESOLUTIONS AND PUBLIC STATEMENTS - Two or more members may submit resolutions
382 or statements to the Conservation Affairs Committee (Article IX, Section 2D) for possible
383 consideration by the Section's Board. These shall be accepted or rejected by the Board, and, if
384 involving new policy, prepared for submission to the Section membership. Such new items must

385 be approved by two-thirds of the Section membership voting and must be transmitted to The
386 Society by the Western Section Representative if approved. Actions falling within previously
387 established Section policies may be carried out by any Section officer upon approval of the
388 Board. On issues where there are no previously established policies and that demand action of a
389 reasonably short notice, the President, or designated representative, may present a Public
390 Statement on behalf of the Section provided that: 1) the concept of the statement be brought to
391 the Board's attention and is accepted by them prior to public issuing of the statement; and 2)
392 copies of the statement are sent to the membership ~~in the next regularly scheduled member~~
393 ~~communication~~ as soon as practical after public issuing of the statement.

Commented [DY35]: Removed because we changed from quarterly newsletters to bi-weekly email communications and timing may result in needing to deviate from the "next regularly scheduled member communication" The intent would be to communicate as soon as reasonably practicable

394 Furthermore, the Section may issue statements pertaining to subjects in its locale; a) when the
395 content of the statement falls within the established policy of The Society; and b) in the absence
396 of existing statements by The Society.

397 The Section will not issue statements that may be in conflict with the policy of The Society without
398 prior approval of The Society's Council. All statements will ~~follow the "Guidelines for Conservation~~
399 ~~Affairs Activities"~~ and conform to The Society's policy regarding conservation affairs as contained
400 in the Operations Manual. The Section membership, The Society, and the Western Section
401 Representative, must receive copies of any Resolution or Public Statement within 15 days of
402 such action.

Commented [DY36]: Remove reference to specific documents to respond to changes in the TWS Policy Toolkit

403 Section 6. OPERATIONS MANUAL - The Executive Board shall ~~approve and~~ maintain an Operations
404 Manual listing current procedures, and policies, together with the duties and responsibilities of
405 officers and committees.

Commented [DY37]: The sections of the Operations Manual are approved by the Executive Board

406 Section 7. ENDOWMENT FUND - The Western Section shall maintain an Endowment Fund, the goal of
407 which is to accumulate a core of funds that shall not be depleted. The interest generated from the
408 Fund shall be used to support the Western Section's education, outreach, and scholarship
409 programs.

410 Clause A. Trustees - The Endowment Fund shall be managed by three Trustees, who shall be
411 members of the Western Section. The Treasurer of the Western Section shall be an ex officio
412 Trustee. The other two Trustees shall be appointed by the President, who should if possible
413 select individuals with relevant investment experience. Appointed Trustees may be removed
414 by a majority vote of the Executive Board. A mandatory vote on the removal of the Trustees
415 shall be made if the Fund's investment return in each of three consecutive years is less than
416 the annual rate of increase measured by the S&P 500 index.

417 Clause B. Contributions to the Fund - The Endowment Fund was established with an initial
418 amount of \$38,000. The Endowment Fund shall receive additional monies from all Life
419 Memberships, and from donations, bequests, and other sources, such as excess dues from
420 Supporting and Contributing memberships, as determined by majority vote of the Executive
421 Board. The Western Section Annual Meeting raffle proceeds shall be contributed to the
422 Endowment Fund unless otherwise allocated by majority vote of the Executive Board.

423 Clause C. Investment - The Fund shall be invested as determined by unanimous agreement of
424 the Trustees. If the Trustees cannot decide how to invest the Fund, the Executive Board shall
425 do so by majority vote.

426 Clause D. Management of the Principal - The principal of the Endowment Fund shall be
427 calculated by the Trustees at the end of each fiscal year. The principal shall be valued as the
428 sum of the initial \$38,000 endowment, plus Life Membership dues payments made after the
429 establishment of the Fund, plus all other allocations made to the Fund by the Executive
430 Board, plus an amount equal to the annual rate of inflation multiplied by the previous year's
431 principal. If the total value of the Fund is less than the calculated principal due to poor
432 investment performance, then the principal shall equal the total value of the Fund. The

433 Trustees may not recommend, nor may the Executive Board approve, any expenditure of the
434 Fund principal without approval of a majority vote of the Section membership.

435 Clause E. Funds Available for Expenditures - At the end of each fiscal year, the Trustees shall
436 determine the funds available for expenditure by subtracting the principal amount from the
437 total value of the Endowment Fund.

438 Clause F. Annual Reporting - The Trustees shall make an annual report to the Executive Board
439 describing the total Endowment Fund value, amount and calculation of the current principal,
440 and amount of the funds available for expenditure. The annual report shall also list the
441 investments made with the fund and describe the performance of the investments.

442 Clause G. Allocation of Available Funds - Funds determined by the Trustees to be available for
443 expenditure may only be used to support the Western Section's education, outreach, and
444 scholarship programs. The expenditure of funds may be recommended by the Student Affairs
445 Committee, Awards and Grants Committee, or Professional Development Committee, or by
446 other Executive Board members, or by Section members. Allocation of available funds shall
447 be decided by majority vote of the Executive Board.

448 ARTICLE IX. COMMITTEES

449 Section 1. APPOINTMENTS - The Section President shall consider suggestions of the Board when
450 appointing chairs of all standing and ad hoc committees, except the Nominating and Elections
451 Committee (Article VI, Section 1) and committee chairs where specified in Section 2 of this
452 Article. The Section President with concurrence from Committee chairs shall appoint other
453 Executive Board and Section members as necessary to the committees. Committee chairs shall
454 complete their committee's duties with the President's assistance. All committee chairs shall
455 submit a written summary of committee activities to the President before the close of each Annual
456 Meeting.

457 Section 2. DUTIES OF STANDING COMMITTEES - Major duties are outlined below. Additional duties are
458 provided in the Section's Operations Manual.

459 Clause A. Nominating and Elections - See Article VI, Section 1.

460 Clause B. Diversity - This committee shall advise the Executive Board and other committees to
461 ensure that Section policies, operations, and activities are anti-racist and foster diversity,
462 equity, and inclusion. The President appoints the chair of this committee and will consider
463 any candidates recommended in writing by six or more members. This committee should
464 have at least one Section member representing each Chapter.

Commented [DY38]: Proposing to add the Diversity Committee as a standing committee and in Article VI, Section 3 proposing a voting board member

465 Clause ~~BC~~. Professional Development - This ~~Committee~~ committee shall develop workshops,
466 conferences, and symposia on current topics or needs of wildlife professionals. ~~The President~~
467 ~~appoints the chair of this committee,~~ and Chapter Representatives, and other Section
468 members shall serve on this committee.

Commented [DY39]: Remove, stated in Section 1

469 Clause ~~CD~~. Annual Meeting Planning - This committee shall develop and arrange programs and
470 events and logistics for the Section's Annual Meeting. The President-Elect shall chair this
471 committee, and the Past President, Professional Development Committee Chair, and Section
472 and Chapter representatives, and other Section members shall be members.

473 Clause ~~DE~~. Conservation Affairs - This committee shall review legislative proposals,
474 administrative regulations, environmental assessments and impact statements, and other
475 subjects or issues affecting wildlife or wildlife habitat within the organizational area of the
476 Section and make recommendations to the Board for any action that should be taken by the

477 Section. This committee shall seek and employ methods of informing the public of basic
478 wildlife management concepts and of Section and Society activities and interests. It will also
479 function as a liaison with agencies and other professional societies. The Chair may ask any
480 Section member to assist with reviews. This committee shall receive proposed resolutions
481 from two (2) or more members at any time, and shall prepare, submit and recommend action
482 on such items to the Board in accordance with Article VIII, Section 5.

483 Clause **EE. Financial Review** - This committee shall be chaired by the Past President and consist
484 of at least two (2) additional Section members who are not members of the Executive Board.
485 The Treasurer, accountant, and at least one Endowment Trustee serves as an ex officio
486 member. It shall review the financial records and support documents of the Section at least
487 annually. The findings and conclusions of this committee shall be reported to the Executive
488 Board.

Commented [DY40]: Changes made to ensure the Financial Review Committee includes two members who are not current members of the Executive Board to support the Resolution on Transparency (http://tws-west.org/docs/policies/Resolution_on_Transparency.pdf). Also requires reporting findings and conclusions to the Executive Board

489 Clause **FG. Personnel** – ~~The Personnel Committee~~ This committee shall be responsible for hiring
490 any employees or contract staff. The President shall chair this committee, and the Past
491 President and President-Elect shall serve on this committee.

492 Clause **GH. Awards and Grants** - This committee shall administer the Section's awards and
493 grants programs. It also shall coordinate with the Section Representative to seek and submit
494 nominations for TWS awards. It shall also maintain a current file of the recipients of past
495 Section awards and grants.

496 Clause **HJ. Student Affairs** – This committee serves to promote increased student involvement
497 within the natural resources field, provide an opportunity to link and maintain connectivity with
498 all universities and colleges in the Section, address student or university-related issues and
499 concerns, and provide education and professional development opportunities to the student
500 body at large.

501 Clause **IJ. Communications and Outreach** – This committee coordinates with the Executive
502 Board, Chapters, and with members to solicit and prepare content to be shared via the
503 Section's communication platforms. The Chair will be the Communications Content Editor.

504 Clause **JK. Western Wildlife** – This committee prepares, and publishes, and promotes the
505 Section's publication, Western Wildlife.

Commented [DY41]: Committee also promotes Western Wildlife

506 ARTICLE X. PUBLICATIONS

507 Section 1. SECTION NEWS - The Board shall cause to be published and distributed to the membership,
508 funds permitting, articles and news concerning activities of the Section and/or matters of
509 importance. Publishing may be electronic or in print.

510 Section 2. OTHER PUBLICATIONS - The Board may authorize the issuance of such regular or special
511 publication as it deems fitting and desirable within the scope of the objectives and purposes of the
512 Section as set forth in Article II.

513 ARTICLE XI. AWARDS

514 Section 1. PURPOSE AWARDS OF THE SECTION – The Section, operating through the Board and the
515 appropriate committees, shall give recognition and publicity to outstanding professional
516 achievements. The Section need not present all awards in any given year and may present other
517 special recognition awards.

Commented [DY42]: To clearly differentiate between Section awards and TWS awards in Section 2

Commented [DY43]: Clarification that the Section may also provide other special recognition or one time awards that are not perpetual awards

- 518 Clause A. "Raymond F. Dasmann Award for Professional of the Year" - Recognition shall be
 519 given to members who have provided outstanding professional achievements. Award
 520 recipient shall be granted an Honorary Section membership.
- 521 Clause B. "Conservationist of the Year" Award - Recognition shall be given to notable wildlife
 522 conservation achievements, events, or milestones occurring within the Section's area of
 523 influence by citizens, groups, organizations, or institutions, not necessarily members of The
 524 Society.
- 525 Clause C. "James D. Yoakum Award for Outstanding Service and Commitment" - Recognition
 526 shall be given to individuals who have provided outstanding, long-term service, support, and
 527 commitment to the Western Section of The Wildlife Society.
- 528 Clause D. "Chapter of the Year" Award - Recognition shall be given to the Chapter and its
 529 members that achieved the most toward promoting wildlife conservation and responsible
 530 wildlife management in the Western Section area.
- 531 Clause E. "Barrett A. Garrison Outstanding Mentor" Award - Recognition shall be bestowed to a
 532 professional who has contributed to our profession by assisting the continued development of
 533 students and/or young professionals in the Western Section area.

Commented [DY44]: Bestows a Section Honorary membership to the Section's top award recipient. Note, recipients must still pay any applicable TWS or Chapter dues (Art V, Sec 5, Clause B, Item 7)

534 Clause F. Diversity Award Recognition shall be given to an individual, group, organization, or
 535 entity who has contributed to improving diversity, equity, and inclusion in the wildlife
 536 profession that substantially affects the Western Section.

Commented [DY45]: Proposed new award.

537 Section 2. AWARDS OF THE SOCIETY – The Section shall encourage members to submit nominations
 538 for awards presented by The Society and may, through the Awards and Grants Committee,
 539 submit nominations on members behalf.

540 Clause A. "Distinguished Services Award" The Wildlife Society Distinguished Service Award
 541 recognizes TWS members who have made a long-term commitment to the Society based on
 542 at least 20 years of membership and their actions to further the mission of the Society. The
 543 member is someone who is/was "always there" and could be counted on to serve the
 544 chapter, section, or international organization.

545 **ARTICLE XII. DISSOLUTION**

546 Upon dissolution of The Western Section of The Wildlife Society, its Executive Board shall
 547 transfer all assets, accrued income, and other properties to the Council of The Wildlife Society
 548 with the understanding that said assets will be held for a maximum of five (5) years from the date
 549 of dissolution of the Section, for re-distribution to another Section that may be established in
 550 approximately the same geographical area within said five-year period. If another Section is not
 551 established within said area and period of time, The Wildlife Society Council may use or distribute
 552 all assets, accrued income, and other properties as best determined by The Wildlife Society
 553 Council in accordance with The Wildlife Society Bylaws.

554 **ARTICLE XIII. AMENDMENT TO BYLAWS**

555 Section 1. PROCEDURE - These Bylaws may be altered or amended by a majority of the Section
 556 members voting by mail, electronically or at any annual or special meeting if due notice of the
 557 proposed changes (Article VII, Section 1B) is followed.

558 Section 2. CONFORMANCE - No amendment to these Bylaws shall be enacted that results in a conflict
 559 with The Wildlife Society Bylaws. If these Bylaws are revised, the new revision must be approved
 560 by The Society before becoming effective.

561 **Prior Amendment History:**
562 Note: Only partial records prior to 2011
563 May 13, 1992
564 February 15, 2011
565 March 8, 2012
566 January 29, 2014
567 February 6, 2015
568 February 17, 2017
569 [End of Document]