

# BYLAWS OF THE WESTERN SECTION OF THE WILDLIFE SOCIETY, INC.

Organized: January 15, 1954

Amended and Approved February 12, 2025

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## ARTICLE I. NAME, AREA, AFFILIATION, AND COMPOSITION

Section 1.01. NAME – The name of this organization shall be the Western Section of The Wildlife Society<sup>1</sup> (hereinafter referred to as the Section).

Section 1.02. AREA – This Section shall have as its area of organization the States of California, Nevada, Hawaii; Commonwealth of the Northern Mariana Islands; Territories of American Samoa and Guam; and the Freely Associated States of the Federated States of Micronesia, Palau, and Republic of the Marshall Islands.

Section 1.03. CRITERIA FOR AFFILIATION – The Section shall conform to Bylaws, Code of Ethics, objectives, policies and positions as adopted by The Wildlife Society, Inc<sup>2</sup>. (hereinafter, The Wildlife Society, Inc., may be referred to as TWS).

Section 1.04. COMPOSITION – The Section shall be composed of those Chapters that affiliate with the Section, and those professionals and others, regardless of age, race, religion, gender, ethnicity, disability, sexual orientation, or nationality who are interested in wildlife resources, who subscribe to TWS's objectives and Code of Ethics and who are interested in the affairs of the Section.

## ARTICLE II. OBJECTIVES AND IMPLEMENTATION

Section 2.01. OBJECTIVES – Consistent with the objectives of TWS, the Section objectives are:

- A. To encourage the highest standards in all activities of the wildlife profession.
- B. To recognize and commend outstanding work in the profession and in other efforts of wildlife conservation and ecology.
- C. To support and promote the activities and objectives of TWS and Chapters within the Section regarding wildlife needs, problems, and events in the Western Section area.
- D. To promote and enhance human diversity within the wildlife profession, the Section, and TWS.

Section 2.02. IMPLEMENTATION – To achieve these objectives, this Section proposes to:

- A. Provide opportunities for communication among Section members and between Section members, Chapter members, and TWS.
- B. Provide opportunities for continuing education for Section members.
- C. Evaluate and respond to proposed or enacted social actions that could affect wildlife or their habitats.
- D. Recognize and commend outstanding professional achievements in the maintenance, restoration, and enhancement of wildlife and their habitats.
- E. Focus the aims and objectives of TWS and the Western Section upon supporting wildlife professionals to address wildlife needs, problems, and events in local situations.

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<sup>1</sup> The Western Section was incorporated in 1982 under the laws of the State of California.

<sup>2</sup> The Wildlife Society was incorporated in 1948 under the laws of the District of Columbia.

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

### **ARTICLE III. ORGANIZATION**

Section 3.01. WESTERN SECTION – In order to carry out its objectives the Section shall be governed by a board of directors called the Executive Board as described in Bylaws Section 6.03 (hereinafter the Executive Board may be referred to as the Board) and shall include Chapters which provide member-oriented activities at local levels.

Section 3.02. CHAPTERS – Chapters within the Section Area (Bylaws Section 1.02) may be formed or dissolved according to the bylaws and procedures of TWS.

### **ARTICLE IV. SECTION YEAR**

Section 4.01. SECTION YEAR – The Section operating and fiscal year shall begin January 1.

### **ARTICLE V. MEMBERSHIP**

Section 5.01. MEMBERSHIP TYPES – Membership is available to persons described in the Section's Composition (Bylaws Section 1.04) who are not prohibited by Section disciplinary action that meet the following conditions:

- A. Regular Member – Regular membership in the Western Section shall be available to any person who is an Active Member<sup>3</sup> of TWS who resides in or conducts professional activities within the organizational area of the Section (Bylaws Section 1.02).
- B. Associate Member – Associate membership in the Western Section shall be available to any person who is an Active Member of TWS but neither lives nor conducts professional activities within the organizational area of the Section (Bylaws Section 1.02) OR who is not an Active Member of TWS but has an interest in the objectives and activities of the Section and TWS.
- C. Charter Member – Charter Members are those members in good standing on the Section membership rolls as of July 30, 1953.
- D. Honorary Member – Honorary Members of the Section shall be: 1) persons receiving the Raymond F. Dasmann Award for Professional of the Year; or 2) persons who, by a majority vote of the Section Executive Board, have been thus recognized for their achievements. Persons granted Honorary Membership by TWS and residing in the Section shall likewise be recognized as Honorary Members of the Section.

Section 5.02. DUES – Annual Section dues shall be payable by each member by their membership expiration date to remain in good standing. Annual Section dues also may be paid to TWS along with TWS dues and subsequently will be remitted to the Section.

- A. Dues Establishment – Annual dues shall include a basic fee for operations and services of the Section. The Board may periodically adjust the basic fee within limits indicated by the change in the Consumer Price Index for All Urban Consumers (CPI-U) occurring February to February, rounded to the nearest dollar. Adjustments in the basic fee in excess of that limit shall be recommended by the Board and submitted to the membership for approval. Changes in dues will

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<sup>3</sup> TWS Bylaws Section 4.02A: Individuals who pay TWS dues annually or through a special category of TWS Active Membership are exempt from paying dues.

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be sent to TWS by April 30 and will become effective July 1 or such date established by TWS through agreement with the Section.

- B. Dues Categories – The Western Section recognizes the following dues categories for both Regular and Associate Members. Different or additional eligibility criteria or event discount amounts may be applied to these categories for purposes other than setting dues, such as establishing fees, or determining eligibility for awards and grants.
1. Standard – Standard dues are paid by members not entitled to other dues categories.
  2. Life Member – A member who pays full Life Member dues is exempt from paying subsequent annual Section dues. Life membership is set at 22.5 times the standard dues rounded up to the nearest 5-dollar increment. Lifetime membership may be paid in up to five incremental payments with dues locked in with the first payment. Incremental payments must be completed within a 5-year period.
  3. Retired – A member retired from full-time employment is entitled to dues set at up to 50% of Standard dues rounded up to the nearest dollar.
  4. Student – A member enrolled in college level curricula or attending a post-secondary school is entitled to dues set at up to 50% of Standard dues rounded up to the nearest dollar.
  5. Youth – A member enrolled in a high school or secondary education program or younger is entitled to dues set at up to 25% of Standard dues rounded up to the nearest dollar.
  6. Early Career Professional – Discounted rate for graduates of full-time, college-level wildlife or directly related curricula. This membership may be claimed once and renewed up to four times.
  7. Honorary – Honorary Members (Bylaws Section 5.01-D) are exempt from annual Section dues. Section Honorary Members must still pay applicable TWS or Chapter dues.
  8. Supporting – A member who provides additional financial support to the Section by paying dues set at two times Standard dues rounded up to the nearest 5-dollar increment.
  9. Contributing – A member who provides additional financial support to the Section by paying dues set at three times Standard dues rounded up to the nearest 5-dollar increment.

Section 5.03. PRIVILEGES – Members have privileges and responsibilities of their respective and appropriate membership types (Bylaws Section 5.01).

- A. Voting – Regular Members, Associate Members, and Honorary Members may vote in Section elections and on other Section matters.
- B. Regular Members – Only Regular Members shall be entitled to hold office, serve as Committee Chairs, or represent the Section's and TWS' name or position officially when so appointed or authorized by the Executive Board or by Officer appointment.
- C. Associate Members – Associate Members shall be entitled to serve on Committees or assist with Section activities. Associate Members are NOT entitled to hold office, serve as Committee Chairs, or represent the Section's and TWS' name or position officially.
- D. Honorary Members – Honorary Members who are Active Members of The Wildlife Society shall have the same rights and privileges as Regular Members. Honorary Members who are not Active Members of The Wildlife Society shall have the same rights and privileges as Associate Members.

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Section 5.04. RESIGNATION – Members may resign at any time by giving notice to the Section or will be considered to have resigned if annual Section dues are not paid. No refund of Section dues will be made.

Section 5.05. REINSTATEMENT – Persons who are dropped from the rolls of the Section for non-payment of dues or resignation may be reinstated into membership in the Section upon re-application and payment of appropriate dues. Persons dropped from the membership rolls for Section disciplinary actions may have terms limiting reinstatement of membership.

### **ARTICLE VI. VOTING, ELECTIONS AND OFFICERS**

Section 6.01. NOMINATING AND ELECTIONS COMMITTEE – The Nominating and Elections Committee, composed of at least five (5) members and not more than seven (7) members selected by the Board and appointed by the President (Bylaws Section 9.02-A), shall prepare a slate of candidates for each of the following positions: President-Elect and Western Representative to TWS Council (hereinafter may be referred to as the Western Representative). If the President-Elect is appointed per Bylaws Section 6.05-B, a slate of candidates for President will also be prepared. The President shall appoint a replacement for any member of the Nominating and Elections Committee who has been nominated for an office under consideration by the Committee.

- A. Qualifications – All nominees must be Regular Members (Bylaws Section 5.01-A). Nominees for Western Representative must have an official address on record with TWS within the TWS Western Voting District. Nominees for Section positions must reside in, predominately work in or conduct research within, or attend an academic institution within the Section. No one may hold more than one (1) Section elective position simultaneously. Prior to accepting nomination, the candidate must declare intent to resign from an existing elective position if elected to the new position.
- B. Approval – Prior approval shall be obtained from candidates.
- C. President-Elect Nominees – Members will be provided at least a 30-day notice to submit names of nominees for consideration by the Nominating and Elections Committee. The Nominating and Elections Committee shall consider and evaluate nominees identified by the Committee and nominees submitted by members during the nominee submittal period to identify a slate of no more than two (2) candidates for the position of President-Elect.
- D. Slate of One – If the Nominating and Elections Committee has contacted at least 10 bona-fide candidates for a second nomination of President-Elect and all have declined, a slate of one (1) candidate may be submitted to the membership for the position of President-Elect. In the event of a slate of one election, the ballot shall indicate a vote for electing the candidate or against electing the candidate. A slate of one following these stipulations may also be used for the position of President if required by Bylaws Section 6.05-B.
- E. Membership Notice – The nomination slate for President-Elect shall be submitted to the membership at least 30 days prior to the Annual Meeting. A special election to fill a vacancy for President-Elect (Bylaws Section 6.01-D and Section 6.05-B) may be held at any time.
- F. Western Representative – The nomination slate of two (2) candidates for Representative to TWS Council shall be submitted to the Nominating Committee of TWS by the date set by TWS. If the Section does not submit the names of two candidates, the Nominating Committee of TWS will identify candidates at its sole discretion.

Section 6.02. VOTING – Written or electronic ballots shall be received from the members by the Section and shall be counted or certified by the Nominating and Elections Committee. For voting purposes, it

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is the sole responsibility of members to ensure they have provided the Section with a valid and current email address and/or postal address prior to the voting period.

- A. Record Date and Notice to Members – The record date for determining members entitled to notice and to vote by ballot is the day before first official notice of the ballot is given to members. The first official notice of the ballot provided to members will declare the ballot closing date, which will be open for at least 30 days.
- B. Delinquent Membership – Members in arrears shall forfeit their rights to vote during the period of their delinquency. A member in arrears on the Record Date shall not be entitled to vote in matters on the ballot for which the Record Date is established.
- C. Absentee Ballot – If provided for in the official notice of the ballot given to members, a signed absentee ballot may be submitted to the Section via the means specified and by the deadline provided in the official notice of the ballot to members.
- D. Majority Vote for Elections – The candidate receiving the majority of valid votes shall be declared elected. If a slate of one candidate is rejected (votes against exceed votes for), a special election shall be held as soon as a new slate of candidates is identified. In the event of a tie vote by members, an uneven number of members of the Board shall cast a deciding anonymous vote by ballot.
- E. Executive Board Voting – Voting by the Executive Board will generally be determined by the majority of voting members present, unless otherwise specified by Meeting Rules (Bylaws Section 7.01-E) or otherwise stipulated in the call for a vote.
- F. Western Representative – Balloting for Western Representative to TWS Council will be administered by TWS.
- G. Other Business – Other Section business requiring a membership vote will be decided by a majority of votes cast unless otherwise stipulated in the call for a vote.
- H. Special Election or Special Vote – A special election or special vote can be called by the Board at any time with due notice to members and voting open for at least 30 days.

Section 6.03. EXECUTIVE BOARD – The Executive Board shall act as the governing body for the Section and shall be made up of officers of the Board, the duly elected or appointed Chapter Representatives, Voting Board Appointees, Other Committee Chairs, and Other Board Positions. Officers of the Western Section shall consist of President, President-Elect, Past President, Western Representative, Treasurer, and Secretary. An Executive Committee, composed of the Officers of the Western Section, is empowered to take action on behalf of the Executive Board between meetings of the Executive Board on urgent matters. The incoming President-Elect, upon certification by the Nominations and Elections Committee, is an ex officio member of the Executive Board and Executive Committee. Voting Board Appointees of the Western Section shall consist of the chairs of the Professional Development Committee, Conservation Affairs Committee, Diversity Committee, *Western Wildlife* Committee, and the Communications and Outreach Committee. All Executive Board members must be Regular Members of the Section. Major duties of Executive Board members are listed below. Additional duties are provided in the Section's Operations Manual.

- A. President – The President shall have general supervision of the Section officers, shall appoint, with the advice of the Board, the Chairs of all standing and ad hoc committees as provided in Bylaws Section 9.01, shall serve as the Presiding Officer at meetings of the Board, and shall be an ex officio member of all committees, except the Nominating and Elections Committee. The President leads the Executive Committee. The President is responsible for the submittal of an annual report

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and other reporting requirements to TWS. The President may represent the Section, or with the consent of the Executive Board, may appoint alternate representatives.

- B. President-Elect – The President-Elect shall assume the duties of the President in the absence or upon the inability of the President to serve and shall perform any duties assigned by the President. In the event the President-Elect cannot serve in the President's absence, the Board shall appoint a President, pro tempore. The President-Elect shall succeed to the office of the President at the close of the President's term of office. The President-Elect chairs the Program Committee and serves on the Executive Committee.
- C. Past President – The immediate Past President shall be responsible for assisting and advising the President and the Board in all matters concerning the Section and for conducting other duties as assigned by the President. The Past-President chairs the Nominating and Elections and Financial Review Committees and serves on the Executive Committee and the Operations Manual and Bylaws Committee.
- D. Treasurer – The Treasurer shall be responsible for the funds of the Section and shall submit financial reports at each Board meeting, at the Annual meeting of the Section, and as requested by the Board. The Treasurer is responsible for ensuring the timely preparation of appropriate tax forms, submitting forms to the President for Executive Board review, filing reviewed forms with the IRS to meet submittal deadlines, and providing proof of filing and other required financial reporting to TWS. The Treasurer serves on the Executive Committee and serves as an ex officio member of the Financial Review Committee.
- E. Western Representative to TWS Council – The Western Representative shall represent the TWS Active Members within the Western Voting District of TWS. Duties of Representatives to Council are established by TWS. This person shall serve as liaison to TWS for the Section and Chapters, provide the editors of *The Wildlifer* and *The Wildlife Professional* with news and items of interest from the Section area, and serve as a contact among TWS Voting Districts and members in their respective areas. The Western Representative serves on the Executive Committee.
- F. Chapter Representative to the Western Section – Each Chapter shall follow their respective bylaws to elect or appoint a Chapter Representative to the Western Section. This person shall represent and serve as liaison to the Section for the Chapter, provide the Section with periodic written reports (not less than 1 per year) on Chapter activities, and serve as a contact among the Section, Chapters, and members from their respective areas. Chapter Representative duties include: a) attending in person or by proxy all Board meetings and the Annual Meeting; b) submitting written reports to the Board on progress, problems, and opportunities of the Chapter and within the Chapter area; c) participating in discussions and voting on motions; d) reporting to the Chapter on business conducted at Section Board Meetings and the Annual Meeting; e) serving on Board committees; f) helping to ensure that all Chapter officers are members of TWS; g) ensuring that an annual financial statement from the Chapter is submitted to the President; h) assisting the Section President by verifying contact information, conducting membership drives, polling individual members; and i) assisting in routine Section business
- G. Secretary – The Secretary shall record, distribute, and keep the minutes of all meetings and supports archival of official records with the Section Historian. The Secretary is responsible for ensuring the timely submittal of Section election results and Section Board member contact information to TWS and may be assigned other reporting responsibilities by the President. The Secretary serves on the Executive Committee.
- H. Voting Board Appointees – Duties for Voting Board Appointees include a) attending in person or by proxy all Board meetings; b) submitting written reports; and c) participating in discussions and voting on motions. Other duties are described in Bylaws Section 9.02 or in the Section's Operations Manual.

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- I. Other Committee Chairs and Other Board Positions – Duties for the chairs of other standing or ad hoc committees and Other Board Positions not identified in H above include a) submitting written reports for Board meetings; and b) presenting committee activities to the Board as requested. Other duties are described in Bylaws Section 9.02 or in the Section's Operations Manual. Other Committee Chairs and Other Board Positions may attend Board meetings in person or by proxy and may participate in Board discussions but do not vote.
- J. Executive Board Proxy – Appointed members of the Executive Board who are unable to attend meetings physically or virtually, may identify a proxy member to attend Board meetings. Upon written notification accepted by the President, such proxy members may attend officially and count towards quorum; may participate in general discussion; may vote on regular actions if serving as proxy for a voting member; but must be specifically invited to participate in Executive Session. Members of the Board elected by members (President, President-Elect, Past President, and Western Representative) may not appoint a proxy. The President or person serving as the Presiding Officer may not hold proxy for any other Board position. If authorized by Chapter Bylaws, proxies for Chapter Representatives may attend officially, count towards quorum, and may participate in general discussion. They may vote on regular actions if allowed in Chapter Bylaws but must be specifically invited to participate in Executive Session. Otherwise, non-voting proxy members may be officially invited to attend, may participate in discussions, but may not vote and do not count towards quorum.

Section 6.04. TERM OF OFFICE – The officers and Board members are installed at the Annual Member Meeting or at such time and place as the Board may determine and take office immediately upon installment. Upon completion of their terms, unless re-appointed, Board members terminate their duties at the conclusion of the Annual Member Meeting, or at such time as their successors are appointed and installed.

- A. President – The President shall serve for one (1) year, upon conclusion of the term the President becomes the Past President.
- B. President-Elect – The President-Elect shall serve for one (1) year. Upon conclusion of the term the President-Elect succeeds to the Presidency.
- C. Past President – The Past President shall serve for one (1) year.
- D. Western Representative – The Western Representative shall serve for an approximately three (3) year term and may serve no more than two (2) full terms as provided by TWS bylaws (TWS Bylaws Section 2.03-D).
- E. Chapter Representative – Chapter Representatives serve on the Board according to Chapter Bylaws or as an acting Chapter Representative appointed by the Section Executive Board (Bylaws Section 6.03-F) until replaced with a duly appointed or elected Chapter Representative or replaced by the Section Executive Board.
- F. Treasurer – The Treasurer shall serve for two (2) years, is appointed by the President, and may be reappointed for successive terms.
- G. Secretary – The Secretary shall serve for two (2) years, is appointed by the President, and may be reappointed for successive terms.
- H. Voting Board Appointees – Voting Board Appointees shall serve for two (2) years and are appointed by the President. These positions may be reappointed for successive terms, except the Communications Content Editor, which shall serve a maximum of two (2) consecutive terms.

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- I. Other Committee Chairs and Other Board Positions – Other Committee Chairs and Other Board Positions shall serve for three (3) years and appointments are made as provided in Bylaws Section 9.01. These positions may be reappointed for successive terms, except for the Nominating and Elections Committee which shall serve for no more than two (2) consecutive full terms without a break in service.

### Section 6.05. VACANCIES –

- A. President – If the office of President is vacated permanently for any reason and the balance of the unexpired term is less than three (3) months, the President-Elect shall assume the duties of the President for the balance of the unexpired term of the President and may also serve their scheduled term as President. If the balance of the unexpired term is nine (9) months or more, the President-Elect shall serve as interim President until such time as a special election can be held to fill the balance of the term as President.
- B. President-Elect – If the office of President-Elect is vacated permanently for any reason and the balance of the unexpired term is less than three (3) months, the Executive Board shall appoint an interim President-Elect. An appointed interim President-Elect shall serve only until the next scheduled Section election, at which time the Section will vote to fill the position of President in addition to President-Elect. If the balance of the unexpired term is nine (9) months or more, the Executive Board shall appoint an interim President-Elect until such time as a special election can be held to fulfill the balance of the term as President-Elect.
- C. Western Representative – Western Representative vacancies will be filled by TWS as directed in TWS Bylaws (TWS Bylaws Section 2.04-E).
- D. Chapter Representative –Chapter Representative vacancies will be filled as directed in Chapter Bylaws. . In the event that a Chapter is inactive or fails to elect or appoint a Chapter Representative, the Executive Board may appoint an acting Chapter Representative from the geographic area of the inactive Chapter.
- E. Other Vacancies – All other Board officer vacancies shall be filled through appointment by the President with advice from the Executive Board (Bylaws Section 6.03-A).

### Section 6.06. REMOVAL FROM OFFICE

- A. Grounds for Removal – An officer, Board member or Chapter representative may be removed for failing to adhere to TWS Code of Ethics, failing or neglecting the performance of duties devolved upon an officer, committee chair or Chapter Representative, engaging in improper conduct or conduct contrary to the best interests of TWS or the Section, violating these Bylaws, or other causes, including failing to attend three consecutive regularly scheduled meetings of the Executive Board without prior notification to the President or failing to vote in at least one-half of the votes before the Board between regularly scheduled meetings in a year.
- B. Relationship to the Section – An officer, Board member or Chapter representative must reside in, predominately work in or conduct research within, or attend an academic institution within the Section. An unelected officer, Board member or Chapter representative that does not meet this requirement may, with Executive Board approval, be allowed to complete an unexpired term of up to one (1) year. An elected officer or Board member may complete an unexpired term of up to six (6) months, with Board approval, if they can commit to completing their duties and obligations (Bylaws Section 6.03).
- C. Officers, Voting Board Appointees and Chapter Representatives – The Executive Board may consider removing an officer, voting board appointee or Chapter Representative for cause upon petition by a majority of voting Board members or upon written petition of the membership signed

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by 15 percent of the Section's Voting Members for an officer or voting board appointee or by 15 percent of the Chapter's Voting Members for a Chapter Representative. The President will notify the respective Chapter President if a Chapter Representative fails to attend regularly scheduled Executive Board meetings or repeatedly fails to vote on actions between regular board meetings. Prior to acting on a petition for removal, the Executive Board, Secretary or designated representative, shall provide the challenged Board member with written notice of the petition and the stated grounds for removal and an opportunity to appear before the Executive Board to hear the allegations and present a response. The challenged Board member may waive such hearing in writing and in lieu thereof submit, by the due date set in the written notice, a written response for consideration by the Executive Board. Following such hearing or upon receipt of a signed written waiver of a hearing or expiration of the response period, the Executive Board will consider the hearing response or submitted written response, if any, and vote on the petitioned removal, requiring a two-thirds (2/3) majority of the legal votes cast of the Executive Board. The Executive Board's vote on the matter shall be final and will be communicated in writing to the subject Board member within ten days of the Executive Board's vote.

- D. Other Committee Chairs or Other Board Positions – The President or their delegated Executive Committee designee may consider removing an Other Committee chair or Other Board Positions for any cause or upon written petition signed by 20 percent of the Executive Board or 15 percent of the Section's Voting members. Prior to removing an appointed chair or Other Board Position, the President, shall provide the challenged individual with written notice of the petition and the stated grounds for removal and an opportunity to appear before the President to hear the allegations and present a response. The President has discretion to seek advice from the Executive Board regarding the petition. The challenged individual may waive such hearing in writing and in lieu thereof submit a written response for consideration by the President. Following such hearing or upon receipt of a signed written waiver of a hearing, if any, or expiration of the response period, the President shall decide the matter. The President's decision on the matter shall be final and will be communicated in writing to the challenged individual within ten days of the decision.

### **ARTICLE VII. MEETINGS**

Section 7.01. REGULAR MEETINGS – Regular meetings shall be held at such times and places as determined and published by the Executive Board.

- A. Annual Member Meeting – The Annual Member Meeting is held at the Section's Annual Meeting or at such time and place as the Board may select and may be held in person or virtually. The Annual Member Meeting shall be for the purpose of installing officers, receiving reports of officers and committees, receiving information from members, and if a quorum is present, for voting on business identified in the meeting notice and considering any other business that may arise.
- B. Regular Board Meetings – There shall normally be two (2) regular meetings of the Executive Board held annually. These meetings may be held in person or virtually. The first is typically held between June and September at such time and place as the Board may select. The second shall be in association with the Section's Annual Meeting or at such time and place as the Board may select. Regular Board Meetings shall be for the purpose of conducting the business necessary to support the objectives of the Section.
- C. Meeting Notice – Members must be notified at least 30 days prior to Annual Member and Regular Board meetings.
- D. Quorum – Quorum for the Annual Member Meeting shall be ten (10) percent of the membership. Quorum for Regular Board meetings is seven (7) voting members of the Board. Board members may participate by phone or other electronic means so long as all participating parties can communicate in real time with other participants. Attendance by proxy is defined in Bylaws Section 6.03-J.

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- E. Meeting Rules – Order of business and parliamentary procedures at Section meetings shall follow The Standard Code of Parliamentary Procedures, latest revision, unless standing or temporary rules of order are adopted by the Board.
- F. Bylaws – Section Bylaws shall be available for inspection during every meeting.

Section 7.02. SPECIAL MEETINGS – Special meetings may be called at any time, provided due notice and the purpose of the meeting are given.

- A. Special Member Meeting –The President may call for a Special Member Meeting at any time. Ten (10) percent of members may also call for a Special Member Meeting by signing a petition requesting such a meeting and submitting it to the President. The petition shall set forth the purpose of the meeting. Members may only petition for the removal of members of the Board as specified in Bylaws Sections 6.06-B and -C. Only items listed in the call for a Special Member Meeting shall be acted upon at a Special Meeting. A Special Member Meeting may be held at such time and place and by such means as the Board approves and may be held in person or virtually.
- B. Special Board Meeting – The President may call for a Special Board Meeting at any time or upon written request of three (3) voting Board members when, in their opinion, business of the Board so requires. Any business may be conducted at a Special Board Meeting without such business having been specified in the notice for said meeting, provided, however, that if one of the purposes of a special meeting is to vote on the removal of a member of the Board, then the notice must state said purpose. A Special Board Meeting may be held at such time and place and by such means as the President may select or by majority vote or consent of the Board.
- C. Meeting Notice – Members must be notified at least 14 days prior to a Special Member Meeting if held virtually or 25 days prior if held in person. Notification will be through the email on record or other electronic means. It is the member's responsibility to ensure that the email address they have on file with the Section is valid. Board Members must be notified at least 48 hours prior to a Special Board Meeting if held virtually or at least 7 days prior to an in-person meeting. Notice for a Special Board Meeting is waived if the meeting date and time are approved by vote or consent of the Board. Member notice of Special Board Meetings is not required.
- D. Procedures – Quorum, meeting rules, and availability of bylaws for Special Meetings are the same as specified for Regular Meetings in Bylaws Section 7.01.

### **ARTICLE VIII. MANAGEMENT AND FINANCES**

Section 8.01. CONDUCT – The Board shall conduct its affairs in conformance with the provisions of these Bylaws, and applicable provisions of TWS Bylaws. The Board is authorized to act for the Section between regularly scheduled 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 Regular Members attending a membership meeting, provided the quorum is met.

- A. Attendance – Members may attend Regular and Special Members Meetings, may participate when recognized by the presiding officer, and may vote at such meetings when a motion has been properly made and the presiding officer calls for a vote. Members may attend Regular Board Meetings virtually but may participate therein only when recognized by the presiding officer, and they may not vote at such meetings. Members may attend the Regular Board Meeting held in association with the Annual Meeting in person when venue space allows. Members are excluded from Executive Session unless individuals are specifically invited to attend by motion of the Board. Members may attend Special Board Meetings by invitation only and are restricted in participating and voting following guidance for Regular Board Meetings.

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- B. Business of the Board –Some routine business may be conducted by email communication and electronic voting between scheduled Board meetings provided that any voting Board member may object, upon which the motion will be tabled until such time it can be raised by telephone, video conference, or in person at a scheduled meeting.

Section 8.02. FINANCE – General funds of the Western Section shall be under the supervision of the Board and shall be handled by the Treasurer. The financial records of the Section shall be periodically examined by the Financial Review Committee (Bylaws Section 9.02-E). Investment funds are addressed in Bylaws Section 8.07.

- A. Bonding – The Treasurer need not be bonded.
- B. Sources – General funds shall be derived from sources such as dues, professional development proceeds, grants, special assessments, work projects, publications, other special activity sales, and contributions.
- C. Funds Security – General funds shall be placed in a federally-insured bank or savings and loan association.

Section 8.03. REPORTS – Within 20 days after an election or other official action(s) of member voting the Secretary shall report such action(s) to the CEO of TWS, and the Western Representative. The President shall submit an annual report to the CEO of TWS. A statement of calendar-year income and expenses, together with starting and ending balances, must be submitted by the Treasurer to the President and to the CEO of TWS in January of each year. TWS' CEO or staff may communicate other administrative reporting requirements to the President and TWS Council may impose additional reporting requirements.

Section 8.04. FILES – The Section shall maintain an electronic file containing Bylaws of TWS and the Section; minutes of all regular and special meetings of the membership and the Board; correspondence pertinent to Section affairs; all committee reports; financial statements and records; and all other material designated as pertinent by the Board, subject to commonly accepted document retention practices. A Section "Operations Manual" will be maintained by the Executive Board and copies of the Bylaws and Operations Manual will be made available to all incoming Board members. A historical record shall be maintained by the Section.

- A. Open Records – Records of the Section that are available to the Section Executive Board shall be available for review by members, upon request, with the exception of: 1) personally identifiable information and confidential personnel matters; 2) negotiations with prospective donors or employees; 3) information a donor or individual wishes to remain anonymous; 4) contracts, agreements, or other legal instruments, or portions thereof, containing proprietary or confidential material or subject to legally valid non-disclosure agreements; or 5) records from Executive Session. The Section reserves the right to determine the method and means of making records reasonably available.

Section 8.05. RESOLUTIONS AND PUBLIC STATEMENTS – Ten (10) or more members may submit resolutions or statements to the Conservation Affairs Committee (Bylaws Section 9.02 D) for possible consideration by the Section's Board. These shall be accepted or rejected by the Board, and, if involving new policy, prepared for submission to the Section membership. Such new policy resolutions must be approved by two-thirds of the Section membership voting and must be transmitted to TWS by the Western Representative if approved. Actions falling within previously established Section policies may be carried out by any Section officer upon approval of the Board. On issues where there are no previously established policies and that demand action of a reasonably short notice, the President, or designated representative, may present a Public Statement on behalf of the Section provided that: 1) the concept of the statement be brought to the 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 as soon as practical after public issuing of the statement.

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

A. The Section may issue statements pertaining to subjects in its locale; a) when the content of the statement falls within the established policy of TWS; and b) in the absence of existing statements by TWS.

B. The Section will not issue statements that may be in conflict with the policy of TWS without prior approval of TWS's Council. All statements will conform to TWS's policy regarding conservation affairs as contained in the Operations Manual. The Section membership, TWS, and the Western Representative, must receive copies of any Resolution or Public Statement within 15 days of such action.

Section 8.06. OPERATIONS MANUAL – The Executive Board shall approve and maintain an Operations Manual listing current procedures and policies, together with the duties and responsibilities of officers and committees.

Section 8.07. ENDOWMENT FUND – The Western Section shall maintain an investment fund called the Endowment Fund, the goal of which is to accumulate a core of funds that shall not be depleted. The interest generated from the Fund shall be used to support the Western Section's education, outreach, and scholarship programs or to support specific purposes stipulated in agreements to accept funds.

A. Trustees – The Endowment Fund shall be managed by three Trustees, who shall be regular members in good standing of the Western Section. The Treasurer of the Western Section shall be an ex officio Trustee. The other two Trustees shall be appointed by the President, who should select individuals with relevant investment experience. Appointed Trustees serve until replaced and may resign at any time. Appointed Trustees may be removed by a majority vote of the Executive Board. A mandatory vote on the removal or retention of the appointed Trustees shall be made if the Fund's investment return in each of three consecutive years is less than the annual rate of increase measured by the S&P 500 index.

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

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

D. Management of the Principal – The principal of the Endowment Fund shall be calculated by the Trustees at the end of each fiscal year. The principal shall be valued as the sum of the initial \$38,000 endowment, plus Life Membership dues payments made after the establishment of the Fund, plus all other allocations made to the Fund by the Executive Board, plus an amount equal to the annual rate of inflation multiplied by the previous year's principal. If the total value of the Fund is less than the calculated principal due to poor investment performance, then the principal shall equal the total value of the Fund. The Trustees may not recommend, nor may the Executive Board approve, any expenditure of the Fund principal without approval of a majority vote of the Section membership.

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

F. Annual Reporting – The Trustees shall make an annual report to the Executive Board describing the total Endowment Fund value, amount and calculation of the current principal, and amount of

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

the funds available for expenditure. The annual report shall also list the investments made with the fund and describe the performance of the investments.

- G. Allocation of Available Funds – Funds determined by the Trustees to be available for expenditure may only be used to support the Western Section’s education, outreach, and scholarship programs in alignment with the Section’s Strategic Plan or to meet specific stipulations of individual endowments where applicable. The expenditure of funds may be recommended by the Student and Early Career Professional Committee, Awards and Grants Committee, or Professional Development Committee, or by other Executive Board members, or by Section members. Allocation of available funds shall be decided by majority vote of the Executive Board.

### **ARTICLE IX. COMMITTEES AND OTHER BOARD POSITIONS**

Section 9.01. APPOINTMENTS – The Section President shall consider suggestions of the Board when appointing chairs of all standing and ad hoc committees and Other Board Positions, except the Nominating and Elections Committee (Bylaws Section 6.01) and committee chairs where specified in Bylaws Section 9.02. The Section President with concurrence from Committee chairs shall appoint other Executive Board and Section members as necessary to the committees. All committee members serve at the pleasure of the Committee chairs and may be removed or replaced by the Section President with concurrence from Committee chairs at any time, with or without cause.

Section 9.02. DUTIES OF STANDING COMMITTEES – Committee chairs shall complete their committee’s duties with the President’s assistance. All committee chairs shall submit a written summary of committee activities to the President when requested and at a minimum before the close of each Annual Meeting. Major duties are outlined below. Additional duties may be provided in the Section’s Operations Manual.

- A. Nominating and Elections – See Bylaws Section 6.01.
- B. Diversity – This committee shall advise the Executive Board and other committees to ensure that Section policies, operations, and activities are anti-racist and foster diversity, equity, and inclusion. The committee serves to promote increasing the diversity of the Section’s membership, improve the equity and inclusiveness of member services and benefits, and contribute to efforts to help the wildlife profession reflect the full spectrum of the diversity of society. The President appoints the chair of this committee and will consider any candidates recommended in writing by six or more members. This committee should have at least one Section member representing each Chapter.
- C. Professional Development – This committee shall develop workshops, conferences, and symposia on current topics or needs of wildlife professionals. Chapter Representatives, and other appointed Section members shall serve on this committee.
- D. Annual Meeting Planning – This committee shall develop and arrange programs and events and logistics for the Section’s Annual Meeting. The President-Elect shall chair this committee composed of the Past President, Professional Development Committee Chair, Western Representative, Chapter representatives, and other appointed Section members or non-members.
- E. Conservation Affairs – This committee shall review legislative proposals, administrative regulations, environmental assessments and impact statements, and other subjects or issues affecting wildlife or wildlife habitat within the organizational area of the Section and make recommendations to the Board for any action that should be taken by the Section. This committee shall seek and employ methods of informing the public of basic wildlife management concepts and of Section and Society activities and interests. It will also function as a liaison with agencies and other professional societies. The Chair may ask any Section member or non-member to assist with reviews. This committee shall receive proposed resolutions from ten (10) or more members at any

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

time, and shall prepare, submit and recommend action on such items to the Board in accordance with Bylaws Section 8.05.

- F. Financial Review – This committee shall be chaired by the Past President and consist of at least two (2) additional Section members who are not members of the Executive Board. The Treasurer, bookkeeper and/or accountant, and at least one Endowment Trustee serve as ex officio members. It shall review the financial records and support documents of the Section at least annually. An independent audit shall be periodically requested by the Financial Review committee and may be authorized by the Executive Board at any time. The findings and conclusions of this committee shall be reported to the Executive Board.
- G. Personnel – This committee shall be responsible for hiring any employees or contract staff. The President shall chair this committee, and the Past President and President-Elect shall serve on this committee.
- H. Awards and Grants – This committee shall administer the Section's awards and grants programs. It also shall coordinate with the Western Representative to seek and submit nominations for TWS awards. It shall also maintain a current file of the recipients of past Section awards and grants.
- I. Student and Early Career Professionals – This committee serves to promote increased student early career professional involvement within the natural resources field by addressing student and early career professional-related issues and concerns, providing education and professional development opportunities for these groups, and connecting these groups to professionals within the field. This committee also provides an opportunity to link and maintain connectivity with all universities, colleges, and professional organizations in the Section.
- J. Communications and Outreach – This committee coordinates with the Executive Board, Chapters, and with members to solicit and prepare content to be shared via the Section's communication platforms. The Chair will be the Communications Content Editor.
- K. Western Wildlife – This committee prepares, publishes, and promotes the Section's publication, Western Wildlife.
- L. Membership – This committee manages the Section's membership roster and coordinates with other committees to advise the Board on issues related to member recruitment and retention.
- M. Retired Wildlife Professionals – This committee coordinates and communicates with retired members to maintain their participation and offer opportunities to share experience and historical perspective. The committee chair may also serve as the Section representative to the TWS Retired Wildlife Professional committee.
- N. Operations Manual and Bylaws – This committee maintains the Western Section Operations Manual (Bylaws Section 8.06) and Western Section Bylaws (Bylaws Article XIII). Proposed changes to the Operations Manual are submitted for approval by the Executive Board. Proposed changes to the Bylaws are submitted to the Executive Board for approval to submit to the membership for a vote. The Past President shall be a member of the Committee.

Section 9.03. DUTIES OF AD HOC COMMITTEES – The President, with concurrence of the Board, may appoint an ad hoc committee to accomplish a specific set of time-limited or typically non-recurring charges. Committee chairs shall complete their committee's duties with the President's assistance. All committee chairs shall submit a written summary of committee activities to the President when requested and at a minimum before the close of each Annual Meeting. Ad hoc committees are automatically dissolved when the charges are completed, and a final report is presented to the President unless additional charges are assigned. Ad hoc committees may also be terminated and dissolved by recall of the charges by the President, with concurrence of the Board.

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Section 9.04. DUTIES OF OTHER BOARD POSITIONS – The Board may identify Other Board Positions necessary to provide service to Board operations or services to members that are provided by individuals in lieu of a standing or ad hoc committee. Other Board Positions shall complete their assigned duties with the President's assistance. Other Board Positions shall submit a written summary of activities to the President when requested and at a minimum before the close of each Annual Meeting. Major duties are outlined below. Additional duties may be provided in the Section's Operations Manual.

A. Historian – The Historian curates records and information documenting the history of the Section.

### **ARTICLE X. PUBLICATIONS**

Section 10.01. SECTION NEWS – The Board shall cause to be published and distributed to the membership, funds permitting, articles and news concerning activities of the Section and/or matters of importance. Publishing may be electronic or in print.

Section 10.02. OTHER PUBLICATIONS – The Board may authorize the issuance of such regular or special publication as it deems fitting and desirable within the scope of the objectives and purposes of the Section as set forth in Bylaws Section 2.01.

### **ARTICLE XI. AWARDS**

Section 11.01. AWARDS OF THE SECTION – The Section, operating through the Board and the appropriate committees, shall give recognition and publicity to outstanding professional achievements. The Section need not present all awards in any given year and may present other special recognition awards.

- A. "Raymond F. Dasmann Award for Professional of the Year" – Recognition shall be given to members who have provided outstanding professional achievements. Award recipients shall be granted an Honorary Section membership.
- B. "Conservationist of the Year" Award – Recognition shall be given to notable wildlife conservation achievements, events, or milestones occurring within the Section's area of influence by citizens, groups, organizations, or institutions, not necessarily members of TWS.
- C. "James D. Yoakum Award for Outstanding Service and Commitment" – Recognition shall be given to individuals who have provided outstanding, long-term service, support, and commitment to the Western Section of The Wildlife Society.
- D. "Chapter of the Year" Award – Recognition shall be given to the Chapter and its members that achieved the most toward promoting wildlife conservation and responsible wildlife management in the Western Section area.
- E. "Barrett A. Garrison Outstanding Mentor" Award – Recognition shall be bestowed to a professional who has contributed to our profession by assisting the continued development of students and/or early career professionals in the Western Section area.
- F. Diversity Award – Recognition shall be given to an individual, group, organization, or entity who has contributed to improving diversity, equity, and inclusion in the wildlife profession that substantially affects the Western Section.

Section 11.02. AWARDS OF TWS – The Section shall encourage members to submit nominations for awards presented by TWS and may, through the Awards and Grants Committee, submit nominations on members behalf.

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

### **ARTICLE XII. DISSOLUTION**

Section 12.01. DISSOLUTION – Upon dissolution of The Western Section of The Wildlife Society, its Executive Board shall transfer all assets, accrued income, and other properties to The Wildlife Society, Inc. if The Wildlife Society, Inc. is a section 501(c)(3) organization (or the corresponding section of any future federal tax code) when the assets are distributed. The transfer of all assets accrued income, and other properties may include mutually agreed stipulations that said assets may be held for a period of time from the date of dissolution of the Section for re-distribution to one or more existing or newly formed TWS organization unit(s) in approximately the same geographical area within said time period. If not re-distributed within said area and period of time or if no mutually agreed stipulations are attached, The Wildlife Society, Inc. may use or distribute all assets, accrued income, and other properties as best determined by The Wildlife Society Council. If The Wildlife Society, Inc. is not a section 501(c)(3) organization upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### **ARTICLE XIII. AMENDMENT TO BYLAWS**

Section 13.01. PROCEDURE – These Bylaws may be altered or amended by a majority of the Section members voting by mail, electronically or at any annual or special meeting if due notice of the proposed changes (Bylaws Section 7.01-C) is followed.

Section 13.02. CONFORMANCE – No amendment to these Bylaws shall be enacted that results in a conflict with The Wildlife Society Bylaws. If these Bylaws are revised, the new revision must be approved by TWS before becoming effective.

#### **Prior Amendment History**

Note: Only partial records prior to 2011

January 15, 1954  
December 14, 1989  
May 13, 1992  
September 13, 2006  
February 15, 2011  
March 8, 2012  
January 29, 2014  
February 6, 2015  
February 17, 2017  
February 08, 2021  
February 12, 2025  
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