

BYLAWS OF THE FLORIDA CHAPTER OF THE WILDLIFE SOCIETY

BYLAWS OF THE FLORIDA CHAPTER OF THE WILDLIFE SOCIETY, INC. Organized: June 7, 1968 Amended: October, 1997, March, 2009, February, 2019 Approved: April 10, 2019, Effective Date: Spring 2019

Article I - Name, Area, and Affiliation

Section 1 - Name - The name of this organization shall be the Florida Chapter of The Wildlife Society, Inc.

Section 2 - Area - This Chapter shall have as its area of organization the State of Florida.

Section 3 - Criteria for Affiliation - The Florida Chapter shall conform to Bylaws, Code of Ethics, objectives, policies, and positions as adopted by The Wildlife Society, Inc.¹ (Hereinafter, The Wildlife Society, Inc., may be referred to as the Society.)

Article II - Objectives

Section I - Objectives - Consistent with the objectives of The Wildlife Society, Inc., the Chapter objectives are:

- a. To develop and promote sound stewardship of Florida's wildlife resources and of the environments upon which wildlife and humans depend;
- b. To undertake an active role in preventing human-induced environmental degradation;
- c. To increase awareness and appreciation of Florida's wildlife values; and
- d. To seek the highest standards in all activities of the natural resources professions in Florida.

Section 2 - Implementation - To aid in the achievement of these objectives, the Chapter proposes to:

- a. Provide opportunities for better liaison among the individual member, the Southeastern Section, and The Wildlife Society, Inc.
- b. Evaluate the principals involved in proposed or enacted societal actions that could affect wildlife.
- c. Recognize and commend outstanding achievements by individuals, organizations, and governmental agencies that support the objectives of the Chapter.
- d. Focus the aims and objectives of The Wildlife Society, Inc., and Southeastern Section upon professional wildlife needs, problems, and events in Florida.
- e. Encourage communication between members and non-members to create climates under which the resource management sciences will be used effectively.
- f. Urge close cooperation among all official agencies in the State of Florida engaged in activities directly or indirectly affecting the welfare of the wildlife of Florida, and with the various organizations, groups, and individuals interested in the future of wildlife conservation in Florida.

Article III - Chapter Year

The Chapter operating and fiscal year shall begin 1 January.

Article IV - Membership

Section 1 - Regular Member - Regular membership in the Florida Chapter shall be available to any member of The Wildlife Society, Inc., who resides or conducts professional activities within the organizational area of the Chapter (Article I, Section 2). Only Regular Members may hold office in the Chapter; vote on matters affecting The Wildlife Society, Inc., and officially represent the Chapter or Section on The Wildlife Society, Inc., business.

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

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Section 2 - Associate Member - Associate membership in the Florida Chapter shall be available to any person who, although either not a member of The Wildlife Society, Inc., and/or resides or works outside of the Chapter's organizational area (Article I, Section 2), has an interest in the objectives and activities of the Chapter and is approved by the Membership Committee. An Associate Member shall be entitled to all rights, privileges, and responsibilities of Regular Members, including voting in Chapter elections, except those reserved for Regular Members (Article IV, Section 1).

Section 3 - Dues - Annual dues shall be payable by each member to the Treasurer no later than 1 April. Changes in amount of dues recommended by the Executive Board must be approved by a simple majority of those members voting in an electronic ballot. Members who have not paid The Wildlife Society, Inc., dues shall lose their regular membership status in the Florida Chapter. Annual dues also may be paid to The Wildlife Society, Inc., with Section and Society dues, and subsequently will be remitted to the Chapter.

Section 4 - Resignation - Members may resign at any time by giving notice to the Chapter's Membership Committee Chair, or will be considered to have resigned if annual Chapter dues are not paid.

Section 5 - Reinstatement - Persons who are dropped from the rolls of the Chapter for non-payment of dues may be reinstated into membership in this Chapter upon reapplication and payment of appropriate dues.

Section 6 - Charter Member - Regular and associate members in good standing on the membership rolls as of 1 April 1969 shall be considered Charter members.

Section 7 - Honorary Member - Honorary members of the Florida Chapter shall be persons who, by a majority vote of all members present at a regular or special meeting (Article VI, Sections 1 and 2), have been thus recognized for their achievements. An honorary member need not pay Chapter dues. Honorary members who are voting members of The Wildlife Society, Inc., shall have the same rights and privileges as Chapter Regular Members. Honorary Members who are not voting members of The Wildlife Society, Inc., shall have the same rights and privileges as Associate Members.

Section 8 - Bylaws - Electronic copies of the Bylaws shall be available to all members via the Chapter website or at the member's requests.

Article V - Elections and Officers

Section 1 - Nominating and Elections Committee - The three-member Nominating and Elections Committee selected by the Executive Board (Article V, Section 3) of the Florida Chapter shall prepare a slate of two candidates for each of the elective positions, namely: President-Elect, Secretary, Treasurer, Representative to the Southeastern Section, and two Executive Board Members-at-Large from the membership of the Chapter. All nominees must be Regular Members (Article IV, Section 1).

Clause A - Prior approval shall be obtained from said candidates.

Clause B - Said nominations slate shall be submitted to the membership via the Executive Board not later than ten weeks prior to the spring business meeting.

Clause C - Additional nominees may be added to the Nominating and Elections Committee's slate upon the signed support of six members provided prior approval of said nominees has been obtained. The name of said nominees shall be submitted to the Nominating and Elections Committee not later than eight weeks prior to the spring business meeting.

Clause D - A member may not be elected for two consecutive terms in the same elective position.

Section 2 - Balloting - Officers and other Executive Board Members shall be elected by electronic ballot. Ballots shall be submitted to the voting membership not later than six weeks prior to the spring business meeting. Ballots shall be received ten days prior to the spring meeting by the Nominating and Elections Committee. For ballot-counting purposes, the President shall appoint a replacement for any member of the Nominating and Elections Committee who has been nominated for an elective position by the membership. In the event of a tie, the selection shall be made by a majority vote of the Executive Board.

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

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Clause B - The candidate receiving the largest number of votes shall be declared elected. No one may hold two elective positions simultaneously.

Clause C - Electees shall take office at the close of the spring business meeting following their election.

Clause D - All electees shall be elected in odd-numbered years.

Section 3 - Officers - Officers of the Florida Chapter shall consist of a President (2 years), President-Elect (2 years), Past-President (1 year), Secretary (2 years), and Treasurer (2 years).

Clause A - President - The President shall have general supervision of the Chapter officers, shall appoint, with the advice of the Executive Board, Chairs of all regular and special committees, shall preside as Chair at meetings of the Executive Board, and shall be, ex-officio, a member of all committees except the Nominating and Elections Committee. The President may represent the Chapter or appoint alternate representatives to other chapter, section, or The Wildlife Society boards, committees or meetings. The President shall assume the position of Past-President upon the expiration of the President's term.

Clause B - President-Elect - The President-Elect shall assume the duties of the President in the absence or upon the inability of the President to serve, and shall perform any duties assigned by the President, including issuance of meeting notices. In the event the President-Elect cannot serve in the President's absence, the Executive Board shall appoint a President, pro tempore. The President-Elect shall assume the position of President upon the expiration of the President-Elect term.

Clause C - Past-President - The Past-President shall advise the incoming President, serve as a member of the Executive Board, and act as a field representative.

Clause D - Secretary - The Secretary shall be responsible for the correspondence files, the recording of the minutes of all meetings and distribution of the minutes.

Clause E - Treasurer - The Treasurer shall be responsible for the funds of the Chapter and shall submit complete financial reports at the last meeting of the person's term of office. Duties shall also include the receipt and disbursement of funds, submitting the annual tax report form to the Society, renewing the state certificate of exemption, overseeing meeting registration, working with the Membership Committee Chair in the maintenance of the membership rolls, and chairmanship of the Budget Committee. Once their term ends, the outgoing Treasurer will advise the incoming Treasurer as needed for a period of one year.

Clause F - Representative to the Southeastern Section - The Representative to the Southeastern Section represents the Chapter at Section meetings, advises the Section on Chapter affairs, and serves as a member of the Executive Board. The Representative will assist the Section President by verifying mailing addresses, conducting membership drives, polling individual members, and assisting in routine Section business, and will provide the editor of the Section newsletter with news and items of interest from the Chapter area.

Clause G - Members-at-Large - The two Members-at-Large shall serve as field representatives of the Executive Board, provide liaison with Chapter members, and perform other duties as assigned by the President.

Clause H - Executive Board - The officers, with the Representative to the Southeastern Section, and the duly elected Members-at-Large shall make up the Executive Board which shall act as the governing body for the Chapter.

Section 4 - Student Representative - The Student Representative shall serve as a voting member of the Executive Board and must be a member of the Society and the Florida Chapter.

Clause A - The Student Representative shall represent and serve as a liaison to the Chapter for student chapters within the organizational area of the Florida Chapter (Article 1, Section 2), provide the editor of the Chapter newsletter with news and items of interest from these same student chapters, serve as a contact for the Chapter on student issues, and seek ways to involve students in the activities of the Chapter and to involve Chapter members in the activities of student chapters. The Student Representative shall be nominated and elected by a student chapter within the organizational area of the Chapter. Responsibility for

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nominating the Student Representative shall be rotated among the student chapters on an annual basis if more than one chapter exists within the organizational area of the Chapter.

Section 5 - Term of Office - Executive Board members and the Student Representative must be Regular Members, be installed at the Annual Meeting, take office immediately following the Annual Meeting, and serve until replaced.

Clause A - The President, President-Elect, Secretary, Treasurer, Representative to the Southeastern Section, and Executive Board Members-at-Large shall each serve two years.

Clause B - The Past-President and Student Representative shall each serve one year.

Section 6 - Vacancies

Clause A - President - A vacancy shall be filled by the President-Elect for the unexpired term of office.

Clause B - President-Elect - An unscheduled vacancy shall be filled by special election as per Article V, Section 2, except that electronic ballots must be submitted to the voting membership within 60 days of the occurrence of the vacancy. The Executive Board shall have the option to appoint a Regular Member to serve in the stead of the President-Elect on the Executive Board during the time the office is vacant.

Clause C - Past-President - A vacancy shall remain unfilled for the duration of the term.

Clause D - Members-at-Large and the Representative to the Southeastern Section - A vacancy shall be filled through appointment of a Regular Member by the Executive Board.

Clause E - Student Representative - A vacancy shall be filled by the same student chapter responsible for nominating and electing the Student Representative.

Article VI - Meetings

Section 1 - Regular Meetings - Regular meetings of the membership shall be held at such times and places as determined and published by the Executive Board.

Clause A - Annual Meetings - The regular meeting in the spring shall be known as the Annual Meeting, and shall be for the purpose of installing officers, receiving reports of officers and committees, and for any other business that may arise.

Clause B - Meeting Notice - The members must be notified at least one month prior to annual, regular, and special meetings. When special, unusual, or particularly important business action is to be taken, the notice must contain reference to the business to be considered.

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Clause C - Quorum - The quorum for the Annual Meeting of the Chapter shall be over fifty percent of the membership or ten Regular Members in good standing, whichever is less; and for Executive Board meetings, three members of the Board.

Clause D - Meeting Rules - The rules contained in the latest revision of Robert's Rules of Order shall govern meetings in all cases to which they are applicable, and in which they are consistent with the Bylaws and/or other special rules of the Chapter and The Wildlife Society, Inc.

Clause E - Bylaws - The Bylaws of this organization shall be available from the Secretary for inspection during every meeting.

Section 2 - Special Meetings - Special Meetings may be called by the Executive Board at any time, provided due notice (Article VI, Section 1B) and the purpose of the call are given.

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

Clause B - All clauses under Section 1 of this Article apply as well to special meetings.

Article VII - Management and Finance

Section 1 - Executive Board - The Florida Chapter shall be governed by an Executive Board composed of the Past-President, President, President-Elect, Secretary, Treasurer, the Representative to the Southeastern Section, two Members-at-Large, and the Student Representative.

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

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

Section 2 - Finance - Funds of the Florida Chapter shall be under the supervision of the Executive Board, and shall be handled by the Treasurer, who shall also serve as Chair of the Budget Committee. The financial records of the Florida Chapter shall be examined periodically by the Audit Committee (Article VIII, Section 2G).

Clause A - The Treasurer need not be bonded.

Clause B - Funds shall be derived from dues, special assessments, work projects, sponsorships, and contributions. Special assessments shall be determined by a majority vote of the membership responding to an electronic ballot.

Clause C - Funds shall be placed in a federally-insured bank, savings and loan association, or investment institution.

Clause D - The Treasurer shall ensure that no debt greater than the current bank balance shall be incurred.

Section 3 - Reports - Within twenty days after an election or other official action, the Secretary shall report such action to the Executive Director of The Wildlife Society, Inc., the Southeastern Section Representative, and the Southeastern Section President. Annual financial statements and activity reports from the Treasurer shall be forwarded to those same parties. A statement of calendar-year income and expenses, together with starting and ending balances, must be submitted as per instructions from The Wildlife Society, Inc., each year for federal tax reporting.

Section 4 - Files - The Chapter shall maintain a file containing: Bylaws of The Wildlife Society, Inc., the Southeastern Section, and the Chapter, minutes of all regular and special meetings of the membership and of the Executive Board, correspondence pertinent to Chapter affairs, all committee reports, financial

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statements and records, and all other material designated as pertinent by the Executive Board. A 'procedure for filing' shall be kept in the Chapter File for the guidance of each succeeding Secretary. A Chapter 'Operations Manual' provided by the parent society will be maintained by the President of the Chapter and a written record of transfer of this manual to the incoming President will be maintained and The Wildlife Society, Inc., will be notified of each such transfer.

Section 5 - Resolutions and Public Statements - Any member may submit resolutions or statements to the Resolutions and Public Statements Committee (Article VIII, Section 2E) for possible consideration by the Chapter's Executive Board. These shall be accepted or rejected by the Board, and, if involving new policy, prepared for submission to the Chapter membership. Such new items must be approved by two-thirds of the Chapter membership voting and must be transmitted to The Wildlife Society, Inc., the Southeastern Section Representative, and the Southeastern Section President, if approved. Actions falling within previously established Chapter policies may be carried out by any Chapter officer upon approval by two-thirds of the Executive Board. On issues where there are no previously established Chapter policies and that demand action on a reasonably short notice, the President, or designated representative, may present a Public Statement on behalf of the Chapter provided that: (1) the concept of the statement be brought to the Executive Board's attention and is accepted by two-thirds of them prior to public issuing of the statement; and (2) copies of the statement are sent to the membership within 15 days after public issuing of the statement. Furthermore, the Florida Chapter may publish statements pertaining to issues in its area:

- a. when the content of the statement falls within the established policy of The Wildlife Society, Inc., and
- b. in the absence of existing Society position statements.

The Florida Chapter will not publish statements which may be in conflict with the policy of The Wildlife Society, Inc., without prior approval of the Society's Council. All statements will follow the "Policy Guidelines" (<http://wildlife.org/network/tws-local/annual-reporting/>). The Chapter membership, The Wildlife Society, Inc., the Southeastern Section Representative, and the Southeastern Section President must receive copies of any Resolution or Public Statement within 15 days of such action.

Article VIII - Committees

Section 1 - Appointments - The Executive Board shall consider suggestions in appointing a chairperson of all regular standing committees and special committees (Article V, Section 3A) except the Nominating and Elections Committee (Article V, Section 1). Committee chairpersons shall complete their committees with the assistance of the President.

Section 2 - Duties of Standing Committees:

Clause A - Nominating and Elections - See Article V, Section 1

Clause B - Membership - This committee shall encourage the maximum number of qualified persons residing in the Chapter's organizational area to become members of The Wildlife Society, Inc., the Southeastern Section, and the Florida Chapter. As provided in Article IV, Section 2, the committee will receive nominations and make recommendations to the Executive Board regarding approval of individuals seeking Associate Member status in the Chapter. This committee shall also be responsible, in consultation with the Treasurer, for the maintenance of the membership rolls, and updating and preparing the Florida Chapter membership directory as directed by the Executive Board.

Clause C - Program - This committee shall arrange programs of all regular and special meetings, and provide the Executive Board with a proposed program for the Annual Meeting at the regular winter meeting of the Executive Board.

Clause D - Education and Information - This committee shall seek and employ methods of informing the public of basic concepts of wildlife management and of Chapter, Section, and Society activities and interests.

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Clause E - Conservation - 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 Chapter and make recommendations to the Executive Board for any action that should be taken by the Florida Chapter. The Chairperson may ask any Chapter member to assist with reviews. Also, this committee shall receive proposed resolutions or public statements from members at any time, and shall prepare, submit, and recommend action on such items to the Executive Board in accordance with Article VII, Section 5.

Clause F - Audit - This committee shall review the financial records and support documents of the Secretary and Treasurer immediately prior to any change in the office of the Secretary and Treasurer, or as directed by the Executive Board. Each year, the Treasurer shall send all financial records from the previous year to the Audit Committee Chair by January 31. The Audit Chair shall review the materials and draft a report by March 1. The 2 members of the Audit Committee will review the records and report by March 15. A final report shall be submitted to the Treasurer and President for review at least 2 weeks prior to the Spring Board Meeting, so that an addendum could be added, if needed, prior to review by the Board.

Clause G - Awards - This committee shall be responsible for coordinating the nomination and selection of honorary members, recipients of the Herbert W. Kale, II Award, the Paul Moler Herpetological Conservation Award, and other awards as directed by the Executive Board and Chapter members. The Awards Committee, along with the Executive Board, shall act as the Selection Committee for the Herbert W. Kale, II and Paul Moler Herpetological Conservation Awards.

Clause H - Certification - This committee shall encourage participation in the certification program of The Wildlife Society, Inc.

Clause I - Budget - This committee, chaired by the Treasurer, shall determine fixed costs, develop income goals, propose ways of raising funds, and make recommendations on disbursement. The funds shall be under the supervision of the Executive Board (Article VII, Section 2).

Clause J - Website Services - This committee shall be responsible for keeping the Florida Chapter website up to date with current and relevant information. This may involve the committee working on the website themselves or requesting the services of a webmaster pending approval of the Executive Board.

Clause K - Fund Raising - This committee shall be responsible for soliciting sponsorship for Florida Chapter events and meetings as per the direction of the Executive Board and maintaining and updating sponsorship contact information on an annual basis. It shall also seek funding sources for building and maintaining the Chapter's Endowment Fund and other special accounts.

Section 3 - Accountability - All committees shall be accountable to the Executive Board, under general supervision of the President.

Section 4 - Tenure - All committees shall serve until new committees are appointed in their stead or until the duties assigned to the committees have been discharged.

Article IX - Dissolution

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

Section 2 - Dissolution - The Council of The Wildlife Society may dissolve the Florida Chapter, following a 1 year grace period during which time the Florida Chapter can come back into compliance, if (1) it finds the

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Chapter is not meeting the standards established in Article IX, Section 1 and/or (2) if the Chapter fails to file required IRS reports, as set out in Article VI, Section 3, for 3 consecutive years. Upon dissolution of the Florida Chapter of The Wildlife Society, Inc., its Executive Board shall transfer all assets, accrued income, and other properties to the Council of The Wildlife Society, Inc., with a request that said assets be held for a period of not more than five years from the date of dissolution of the Chapter, for distribution to another chapter that may be established in approximately the same geographical area within said five-year period. If another chapter is not established within said area and period of time, The Wildlife Society, Inc., Council may use or distribute all assets, accrued income, and other properties as determined best by the Council in accordance with society Bylaws.

Article X - Amendment to Bylaws

Section 1 - Origin - Amendments to these Bylaws may be ordered to be submitted to the Regular Membership for action through a majority vote of the Regular Members present at any annual meeting, by electronic petition of 5 percent of the Regular Members, or by a majority vote of the Executive Board.

Section 2 - Adoption - These Bylaws may be altered or amended by a majority of the Regular Members who return electronic ballots in favorable response to a proposed amendment, notice of which must have been mailed via electronic mail to all Regular Members at least 45 days prior to the close of the ballot.

Section 3 - Conformance - No amendment to these Bylaws shall be enacted which results in conflict with The Wildlife Society, Inc., Bylaws. If these Bylaws are revised, the new revision must be approved by The Wildlife Society, Inc., before becoming effective.