

The Wildlife Society

General Operating Procedures Manual

Approved by Council: 10/25/2021

The Wildlife Society (TWS) Articles of Incorporation and Bylaws constitute the legally operative documents for TWS. All other TWS policies and procedures must be in compliance with them and consistent with the tax-exempt purposes of TWS.

These Procedures were established by Council to facilitate the conduct of TWS business by them.

The *American Institute of Parliamentarians Standard Code of Parliamentary Procedure* (2012) shall govern TWS in all cases to which it is applicable and is not inconsistent with the bylaws and procedures of TWS.

Part 1. The principal office of TWS is located at 425 Barlow Place, Suite 200, Bethesda, MD.

Part 2. The TWS Official Publication of Record is the eWildlifer.

Part 3. Membership

A. Active Member Categories.

1. Privileges described in Bylaw are the same for all Categories of the Active Member Class.
2. REGULAR MEMBER — Those Active Members who pay annual dues and who are not defined elsewhere in Part 2.A of this document.
3. LIFE MEMBER — An Active Member so enrolled prior to August 24, 1965, or those who enrolled as a Life Member after September 1, 2016. Life Members may request lesser benefits. Lifetime membership is not transferable. The fee for becoming a Life Member is set by Council. The fee is currently \$2,000 U.S. dollars.
4. RETIRED MEMBER — An Active member retired from full-time employment after having been a TWS member for 25 years or more will be granted Retired Member status upon application to the Chief Executive Officer.
5. EARLY CAREER PROFESSIONAL — An individual who is a graduate of a full-time college level wildlife or directly related curricula. Early Career Professional status may only be claimed for the original membership year and be renewed four times.
6. STUDENT MEMBER — An individual enrolled full-time in a college level wildlife or directly related curricula as an undergraduate or as a graduate student. This membership status shall not exceed seven years whether obtained in consecutive or non-consecutive years.
7. HONORARY MEMBER — An Active Member so recognized by Council for distinguished service or outstanding achievement.
8. FAMILY MEMBER — Family Membership is available to any two individuals residing at the same address. Typically, these individuals are both employed as wildlife professionals and are involved in wildlife conservation and management as part of

their work. Both individuals receive all the privileges of Active Membership. They receive a single copy of The Wildlife Professional.

B. Affiliate Member Categories

1. CONSERVATION PARTNER — Available, upon approval of Council, to organizations and institutions with whom TWS may exchange publications, information, or services. Conservation Partners are exempt from annual dues.
2. COMMERCIAL MEMBER — Available to any company with an interest in supporting TWS' mission and programs. Typically, these are companies that sell products or services to wildlife professionals, or are themselves involved in wildlife conservation and management as part of their business operations.
3. GOVERNMENT AGENCY MEMBER — Available to any government agency or institution with an interest in supporting TWS programs. Typically, these agencies employ wildlife professionals and are involved in wildlife conservation and management as part of their agency mission. For state or provincial agencies, a single Government Agency Membership encompasses an entire state or province. For federal agencies, a single Government Agency Membership encompasses a single regional office (and its subunits) or a single national office.
4. ORGANIZATION UNIT MEMBER – Available to individuals that are not Active Members of TWS but who do pay annual dues to a TWS Section, Chapter, or Student Chapter.

Part 4. Active Member Dues

- A. Annual dues for Regular Members shall include a basic fee for operations and services of the Society.
- B. Student Member dues are set annually by Council and will not exceed 50 percent of the Regular Member dues, rounded to the next highest dollar.
- C. Early Career Professional Member dues are set annually by Council and will not exceed 50 percent of the Regular Member dues, rounded to the next highest dollar, plus \$10.00.
- D. Retired Member dues are set at 50 percent of Regular Member dues, rounded to the next highest dollar.
- E. Honorary, Life, and Conservation Partner Members are exempt from annual dues.
- F. Family Member dues are the equivalent of two Regular Member dues, minus the publishing and delivery costs of one year of The Wildlife Professional, rounded to the next highest dollar.

Part 5. Active Member Meeting Rules

- A. General Agenda
 1. Call meeting to order by TWS President
 2. Determination of a quorum

3. Introduction of guests and visitors
 4. Address of TWS President
 5. Report of the TWS Chief Executive Officer including a report on TWS finances
 6. Report of the Nominations Committee
 7. Old business
 8. New business
 - i. Member generated
 - ii. Council generated
 9. Adjournment
- B. Verification of a quorum will take place after each formal break
- C. Other Rules as established by TWS President

Part 6. Council Committees

- A. The Executive Committee shall serve as the Council Finance Committee and provide guidance to the Chief Executive Officer and Corporate Treasurer.
- B. For each Council Committee, the Committee Chair or Council liaison will report to Council at least at each Regular Meeting of Council. Members of a Standing Committee typically serve a 3-year term.
- C. WORKING GROUPS
1. Working Groups may be formed upon petition to Council by 15 or more Active TWS Members and upon Council approval of a Working Group Charter.
 2. Working Groups shall adopt and maintain a Charter in conformance with the current Model Charter approved by Council. Such Charter shall require submission of an annual report, calendar year financial statement, tax statement, record of elections, and other official actions within 20 days thereof to the Chief Executive Officer. Initial wording and any subsequent modifications of the Charter must be approved by the Council.
 3. Only Active TWS Members are eligible for membership in Working Groups. Membership requires payment of Working Group dues and conformance to the Working Group Charter.
 4. Each Working Group shall have an Executive Board/Committee to govern their affairs.
 5. Working Groups may have electronic and/or mail-in voting provided that voting systems will ensure that only one vote may be registered per Working Group Member.
 6. Meetings and activities shall be held in accordance with the Working Group Charter. TWS encourages Working Groups to hold, sponsor, or join other natural resources groups in sponsoring seminars, symposia, conferences, and other meetings for the purposes of exchanging scientific and professional experience and knowledge, and otherwise promoting the Purposes and Code of Ethics of TWS. Such meetings may be

financed through sources such as dues, registration fees, sponsorships, and sales income.

7. A Working Group may be dissolved by Council if its membership falls below 15, or if it fails to meet criteria established by Council, TWS Bylaws, and the Charter of the Working Group. This includes if Council finds the Working Group is not meeting reporting standards as established in the Working Group's Charter and/or the Working Group fails to file required IRS reports, as determined by TWS staff, for three consecutive years. If Council determines dissolution is warranted, the Working Group will be given a one-year dissolution notice. If at the end of this notice period the problem(s) has (have) not been resolved, Council will vote on whether or not to dissolve the Working Group. If dissolved, the Working Group Charter will be recalled and all remaining Working Group assets will revert to TWS after all outstanding debts are satisfied.

Part 7. Chief Executive Officer Duties and Responsibilities

- A. The Chief Executive Officer shall be responsible for executing policies and programs developed by Council and for carrying out all administrative and managerial affairs of TWS.
- B. The Chief Executive Officer, as Corporate Secretary, shall issue regular or special meeting notices of Council, record minutes of those meetings, and carry out other duties as assigned by or assumed under the broad policies of the Council. The Chief Executive Officer shall ensure that agendas and summary minutes, including all major decisions, from Council meetings are placed on TWS' website in a timely manner.
- C. The Chief Executive Officer shall manage all assets in Checking and General-Fund accounts, which shall be made subject to the single signature of the Chief Executive Officer, other designated staff, or other Active Members approved by Council.
- D. The Chief Executive Officer, President, and Corporate Treasurer, with advice from the Investment Review Committee, may secure the services of a professional investment manager to manage assets in the investment funds (Endowment Fund for Excellence in Wildlife Stewardship, the Permanent Reserve Fund, and others as established by Council). Transactions involving endowment and permanent reserve assets shall be subject to the dual signatures of the Chief Executive Officer and Corporate Treasurer, or other designated member of the Finance Subcommittee.
- E. The Chief Executive Officer and other fund signatories shall be bonded at TWS expense in the amount specified by Council. An independent audit shall be made of TWS' accounts at the close of each fiscal year, as directed by the President. Audit results shall be presented to Council at their fall Regular Meeting and presented to membership in the official publication of record.

Part 8. Nominations, Council Elections and Other Balloting, and Election Validation

- A. The Nominating Committee shall submit all nominees for Council positions to the Chief Executive Officer before March 1 of each year. Nominations shall be published promptly in TWS' official publication of record. Within 30 days of posting said issue on TWS' website, additional nominee(s) may be submitted to the Chief Executive Officer by any Active Member in good standing, if supported in writing by 5 percent of the Active Membership.
- B. Elections for Council positions shall be conducted by a mail-in or electronic election process. Other issues requiring a vote of Active Members may also be resolved by a mail-in or electronic voting process.
 1. For voting purposes, it is the sole responsibility of Active Members to ensure they have provided TWS with a valid and current email address and/or postal address prior to the voting period.
 2. Determination of an Active Members Voting District of residence is the sole responsibility of TWS and shall be determined based on the postal address provided by the Active Member to TWS.
 3. Mail-in and electronic voting systems will ensure that only one vote may be registered per Active Member.
 4. Voting for Council elections will commence at least 60 days prior to the fall Regular Meeting of Council and continue for a period of at least 30 days.
 5. Voting for other issues requiring a vote of Active Members may run concurrent with Council elections subject to the same timelines, or may be run at other times of year if approved by Council, with a voting period of at least 30 days.
 6. All Active Members with valid email address that have consented to receive notifications electronically will be notified electronically via TWS' official publication of record at the beginning of the voting period, and be provided a summary of the issues or candidates that are on the ballot; this information will also be posted on TWS' website at the beginning of the voting period. Reminders will be sent electronically to all Active Members with valid email addresses on the work day closest to 10 and 20 days after voting begins.
 7. Active Members without valid email addresses and those with valid email addresses that have not consented to receive notifications electronically will be mailed a summary of the issues or candidates that are on the ballot along with a paper ballot postmarked at least 40 days before electronic balloting closes, and a reminder postmarked at least 20 days before electronic balloting closes.
 8. TWS Organization Units may have electronic voting conditional on the subunit abiding by stipulation 3 above.

- C. The President shall appoint an Election Validation Committee consisting of at least three Active Members, each from a different Section.
 - 1. The Election Validation Committee shall validate voting results of all Council election by July 15 and promptly publish results in the next available issue of TWS official publication of record.
 - 2. The Election Validation Committee shall validate voting results on other TWS issues requiring a vote of Active Members within 45 days of the published electronic voting deadline and promptly publish results in the next available issue of TWS' official publication of record.

Part 9. Voting Districts

- A. Voting Districts may be modified or changed by Council.
- B. United States (U.S.)
 - 1. Each U.S. Voting District shall include at least two states and at least 8 percent of the total U.S. Active Membership.
- C. Voting District Names and Boundaries
 - 1. Canadian – includes the Country of Canada.
 - 2. Central Mountains and Plains – includes the states of Colorado, Kansas, Nebraska, North Dakota, South Dakota, Utah, and Wyoming.
 - 3. North Central – includes the states of Illinois, Indiana, Iowa, Michigan, Minnesota, Missouri, Ohio, and Wisconsin.
 - 4. Northeast – includes the states of Maine, Connecticut, Massachusetts, New Hampshire, Rhode Island, Vermont, New Jersey, Delaware, New York, Pennsylvania, and West Virginia.
 - 5. Northwest – includes the states of Alaska, Idaho, Montana, Oregon, and Washington.
 - 6. Southeastern – includes the states of Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Maryland, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, and Virginia, plus the District of Columbia and the Commonwealth of Puerto Rico.
 - 7. Southwest – includes the states of Arizona, New Mexico, and Texas, plus the Republic of Costa Rica and the United Mexican States.
 - 8. Western – includes the states of California, Hawaii, and Nevada plus the U.S. Territory of Guam.
- D. Council Representatives elected from each Voting District will be known by the term: (Voting District Name) Representative to TWS Council.

Part 10. Sections, Chapters, and Student Chapters

A. SECTIONS

1. A new Section may be formed in a geographic area not within an existing Section by subdividing an existing unincorporated Section, or by joining parts of two or more unincorporated Sections, upon petition to Council by 10 or more TWS Active Members residing in the geographic area of the proposed Section.
2. The elected Board of an unincorporated Section(s) may petition Council to change their boundaries. Since changing boundaries of unincorporated Sections is not possible without modifying the boundaries of at least two Sections, Council will not consider any petition to modify boundaries that is not submitted by all Sections involved.
3. The boundaries of incorporated Sections may only be changed in a manner consistent with the law and any Affiliation and License Agreement between that Section and TWS.
4. Formation of a Section outside the U.S. is not finalized until Council approves an Affiliation and License Agreement with that Section.
5. All Sections must comply with the governing tax authority and all applicable laws in connection with any of its operations.

B. CHAPTERS

1. Chapters may be formed upon approval by a majority vote of the Section board and upon petition to Council by 10 or more TWS Active Members residing in the geographic area of the proposed Chapter.
2. U.S. Chapter formation is not finalized until Council approves Chapter Bylaws.
3. Formation of a Chapter outside the U.S. is not finalized until Council approves an Affiliation and License Agreement with that Chapter, or authorizes that Chapter's inclusion on an Affiliation and License Agreement held by the Section in which the Chapter is formed.
4. Student Chapters are affinity groups of students with an interest in wildlife and TWS organized under the rules and policies of their academic institution(s). Student Chapters are intended to advance TWS Purposes through involvement of student members at colleges and universities. Student Chapters are also intended to have a special relationship with the Chapter within whose geographic boundary it resides. If there is no Chapter, then the relationship exists with the appropriate Section. Formation requires submission of a petition to Council by 10 or more TWS Active

Members who are students at the academic institution where the Student Chapter will be formed, a faculty advisor who is an Active Member of TWS, and approval by the appropriate Chapter Executive Board or, in the absence of a Chapter, to the Section Executive Board.

- a. New Student Chapters will be required to successfully complete a three-year probationary period before becoming an official Student Chapter. During this time, the Student Chapter will be required to: (a) Successfully complete all annual requirements on time; (b) Annually update a “checklist” of required activities as developed by TWS Staff; (c) Submit an annual report of Student Chapter accomplishments and future plans; and (d) Require at least one TWS Active Member guest speaker each year during the three-year period, preferably a Certified Wildlife Biologist or Associate Wildlife Biologist. All Student Chapters must reapply for Student Chapter status every 3 years, but existing Student Chapters that reapply will not be considered new Student Chapters.
5. All Chapters must comply with the governing tax authority and all applicable laws in connection with any of its operations.
6. CHAPTER AND STUDENT CHAPTER DISSOLUTION, UNITED STATES — A Chapter may be dissolved upon Section recommendation and approval by Council. A Student Chapter may be dissolved upon Chapter or Section recommendation, whichever is appropriate under the language in Part 10. D. 4., and approval by Council. Council may also dissolve Chapters or Student Chapters for other reasons considered justifiable by Council, such as violation of TWS or Chapter Bylaws. This includes if Council finds the Chapter or Student Chapter is not meeting reporting standards as established in their Bylaws and/or they fail to file required IRS reports, as determined by TWS staff, for three consecutive years. If Council determines dissolution is warranted, the Chapter or Student Chapter will be given a one-year dissolution notice. If, at the end of this notice period, the problem(s) has (have) not been resolved, Council will vote on whether or not to dissolve the Chapter or Student Chapter. If dissolved, the Chapter or Student Chapter Charter will be recalled and all remaining Chapter or Student Chapter assets will revert to TWS after all outstanding debts are satisfied.
7. CHAPTER AND STUDENT CHAPTER DISSOLUTION OUTSIDE THE UNITED STATES — Sections, Chapters, or Student Chapters outside the United States may be dissolved as provided in agreements between TWS and any Organization Unit.

- C. SECTION, CHAPTER, AND STUDENT CHAPTER MEMBERSHIP — Membership is by payment of dues and any other requirements included in the Bylaws of the respective Section or Chapter.
 - 1. ACTIVE MEMBERS — All TWS Active Members are eligible for Active Membership in any Section, Chapter, and/or Student Chapter, provided they conform to the Bylaws of those units.
 - 2. OTHER MEMBERS — Membership for persons interested in wildlife resources, but not members of TWS, may be provided for in Section, Chapter, and Student Chapter Bylaws. Other members may not hold office in the Section, Chapter, or Student Chapter; vote on official matters relating to TWS; or officially represent TWS by Board or officer appointment. They may vote in Section, Chapter, and Student Chapter elections and participate in activities and programs.
- D. SECTION, CHAPTER, AND STUDENT CHAPTER BYLAWS
 - 1. Sections, Chapters, and Student Chapters shall adopt and maintain Bylaws in substantial conformity with current Model Bylaws approved by Council. Such Bylaws shall require submission of an annual report, calendar year financial statement, relevant tax statement, records of elections or selection of Section Executive Board from among chapter officers, and other official actions within 20 days thereof to the Chief Executive Officer and, in the case of Chapters, also to the appropriate Section Executive Board and Representative to TWS Council. Initial wording and any subsequent modification of Section, Chapter, or Student Chapter Bylaws must be approved by Council except where prohibited by law or as otherwise provided in agreements between TWS and any Organization Unit.
- E. EXECUTIVE BOARDS — Each Section, Chapter, and Student Chapter shall have an Executive Board/Committee to advise the appropriate Representative to TWS Council and to govern their affairs.
- F. SECTION, CHAPTER, AND STUDENT CHAPTER MEETINGS AND ACTIVITIES — Such activities shall be held in accordance with the Bylaws adopted by the respective Organization Unit. TWS encourages its members, through their Sections, Chapters and Student Chapters, to hold, sponsor, or join other natural resources groups in sponsoring seminars, symposia, student conclaves, conferences, and other meetings for the purposes of exchanging scientific and professional experience and knowledge, and otherwise promoting the Purposes and Code of Ethics of TWS. Such meetings may involve any geographic area regardless of Section and Chapter boundaries, and may be financed through sources such as dues, registration fees, sponsorships, and sales income.