



**ALBERTA CHAPTER
of
THE WILDLIFE SOCIETY**

BYLAWS

Organized: April 10, 1989

Amended and Approved: October 29, 1996

Amended and Approved: April 15, 2015

ARTICLE I - NAME, AREA AND AFFILIATION

Section 1 - Name. Alberta Chapter of The Wildlife Society.

Section 2 - Area. The Province of Alberta.

Section 3 - Criteria for Affiliation. The Alberta Chapter shall conform to Bylaws, Code of Ethics, objectives, policies and positions of The Wildlife Society, Inc.¹ (hereinafter, The Wildlife Society, may be referred to as the Society, and the Alberta Chapter may be referred to as the Chapter or ACTWS). The Chapter has a regional affiliation with the Canadian Section of The Wildlife Society, (hereinafter referred to as the Section).

¹ Incorporated in 1948 under the laws of the District of Columbia, U.S.A.

ARTICLE II - OBJECTIVES

Section 1 - Objectives. Consistent with the objectives of the Society, the Chapter objectives are to:

- a. Promote communication among wildlife professionals and between wildlife professionals and the public.
- b. Promote sound wildlife management in Alberta.
- c. Provide a Canadian/Albertan perspective for The Wildlife Society, Inc.
- d. Develop and maintain the highest professional standards.

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

- a. Provide opportunities for better liaison among the members, the Canadian Section, and the Society.
- b. Apply the objectives of the Society and Canadian Section on professional wildlife needs, problems, and events in Alberta.
- c. Encourage communication between members and non-members to benefit wildlife.
- d. Recognize outstanding work in the profession.

ARTICLE III - CHAPTER YEAR

The Chapter operating and fiscal year shall begin with the installation of the new officers at the annual meeting. The Chapter's financial report will follow the calendar year.

ARTICLE IV - MEMBERSHIP

Section 1 - Voting member. Voting membership in the Chapter shall be available to any member who has paid the appropriate ACTWS dues for the fiscal year in which the voting is conducted. Any person who has an interest in Chapter activities and is approved for membership by the Membership Committee may become a Chapter member. Only Chapter voting members who are members of the parent Society may vote on matters affecting the parent Society, represent the Chapter on matters pertaining to the Section and Society, or be members of the Chapter Executive Board.

Section 2 - Charter Member. Voting members in good standing on the membership rolls as of December 31, 1989 shall be considered charter members.

Section 3 - Honorary Member. Honorary members of the Chapter shall be persons who, by a majority vote of all members present at the annual meeting, have been thus recognized for their achievements. A Chapter honorary member need not pay Chapter dues. Honorary members shall have the same rights and privileges as Chapter voting members (Article IV, Section 1).

Section 4 - Dues. Annual Chapter dues, as determined by the Executive Board, shall be paid directly to the Chapter Secretary/Treasurer. Annual dues for the Section and Society shall be paid to

the Society's headquarters. Members who have not paid their Wildlife Society dues retain their voting member status in the Chapter.

Section 5 - Resignation. Members may resign at any time by giving notice to the Chapter's Secretary/Treasurer or will be considered to have resigned if annual Chapter dues are not paid. Any member, upon a two-thirds vote of all members of the chapter in good standing, may be expelled from membership for any cause which the Chapter may deem reasonable.

Section 6 - Reinstatement. Persons who are dropped from the rolls of the Chapter for nonpayment of dues may be reinstated into membership in the Chapter upon reapplication and payment of appropriate dues.

ARTICLE V - ELECTIONS AND OFFICERS

Section 1 - Nominating and Elections Committee. The Nominating and Elections Committee, selected by the Executive Board of the Chapter (see Article VII, Section 1), shall prepare a slate of candidates, preferably two each, for Secretary/Treasurer, President-Elect, and each of two Directors, from the Chapter's voting membership each year. If the President-Elect is unable to succeed to President, a slate of candidates for that office shall be included. In addition, a Student Member may be elected or acclaimed annually to the position of Student Director.

Clause A - All candidates must be voting members of the Chapter (Article IV, Section 1) and agree to become voting members of the Society, if elected.

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

Clause C - A slate of candidates (including biographical sketches) for Secretary/Treasurer, President-Elect, two Directors, and a Student Director [if available], shall be submitted to the membership at least 30 days prior to the annual business meeting.

Clause D - Additional nominees may be added to the Nominating and Elections Committee's slate provided prior approval has been obtained from each candidate.

Clause E - A member may be elected for no more than two consecutive terms in the same position, except the Secretary/Treasurer who may serve no more than four consecutive terms if there is full approval of the Executive Board for each extension.

Clause F - The Nominating and Elections Committee shall strive to select candidates that represent a cross-section of the Chapter membership.

Section 2 - Balloting. Written or electronic ballots shall be received from the members and counted by the Nominating and Elections Committee. For ballot counting purposes, the President shall appoint a replacement for any member of the Nominating and Elections Committee who has been nominated for an elective position.

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

Clause B - A signed absentee ballot may be submitted to the Nominating and Elections Committee by a member prior to the scheduled time for counting ballots.

Clause C - The candidate receiving the largest number of votes on the written or electronic ballot shall be declared elected. No one may hold more than one elective position simultaneously.

Section 3 - Officers. Officers of the Chapter shall consist of a President, President-Elect (who shall serve as Vice-President) and a Secretary/Treasurer. Their duties are:

Clause A - President. The President shall have general supervision of the Chapter officers. S/he shall appoint, with the advice of the Executive Board, chairmen of all regular and special committees, and s/he shall preside as chairman at meetings of the Executive Board and shall be an ex-officio member of all committees except the Nominating and Elections Committee. The Chapter President shall serve as Chapter Representative to the Canadian Section. In this capacity s/he shall represent and serve as liaison to the Section for the Chapter, provide the editor of the Section newsletter with news and items of interest from the Chapter area, serve as a contact for other Chapters within the section, and assist in routine Section business.

Clause B - President-Elect. (Vice-President) The President-Elect shall succeed and assume the duties of the President upon completion of the outgoing President's term of office or upon his/her decision not to run for re-election. The President-Elect shall assume the duties of the President in his/her absence or upon his/her inability 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 Executive Board shall appoint a President *pro tempore*. The President-Elect shall serve as Chairman of the Program Committee.

Clause C - Secretary/Treasurer. The Secretary/Treasurer shall be responsible for the files, records and funds of the Chapter; and s/he shall submit complete financial reports at

the last meeting of his/her term of office. His/her duties shall also include the receipt and disbursement of funds, the recording of the minutes of all meetings, the maintenance of the membership rolls, correspondence, and the issuance of meeting notices and reports. The Secretary-Treasurer shall have charge of the Seal of the Chapter which whenever used shall be authenticated by the signature of the Secretary-Treasurer and President, or, in the inability of either to act, by the President-Elect.

Clause D - Executive Board. The above named officers, with the Past President, the four Directors, and the Student Director [if available] shall make up the Executive Board which shall act as the governing body for the Chapter (as described in Article VII, Section 1) .

Section 4 - Term of Office. The officers and Directors must be Voting Members of the Chapter and the Society. Officers, the Past President, and the Student Director serve for one year. Directors serve a two-year term. Terms of office for Directors shall be staggered so that two of the four Director positions are filled each year. Officers and Directors are installed at the annual meeting, take office immediately following the annual meeting and, unless re-elected, terminate their duties at the conclusion of the next annual meeting, or at such time as their successors are elected and installed. As per Article V, Section 1, Clause E, no more than two consecutive terms may be served in the same position, except the Secretary/Treasurer who may serve no more than four consecutive terms if there is full approval of the Executive Board for each extension.

Section 5 - Vacancies. If the office of the President is vacated for any reason, the President-Elect shall assume the duties of the President for the balance of the unexpired term of the President. All other vacancies in any unexpired term of an elective office shall be filled through appointment by the Executive Board, although an appointed President-Elect shall serve only until the next scheduled Chapter election where the membership shall elect the next President. All appointees must be voting members of the Chapter and the Society.

Section 6 - Removal of officers and Directors. Any officer or Director may be removed from office by the following procedure:

Clause A A motion to remove an officer or Director can be made by any voting member and seconded by any voting member at the general or special meeting.

Clause B The motion must be voted on by written or electronic ballot and approved by a two-thirds majority of the voting members present at the general or special meeting. Ballots shall be received from members and counted by members of the Nominating and Election Committee.

Clause C If the motion is carried at a general or special meeting, the motion must then be voted on by all voting members within 60 days. Written or electronic ballots shall be sent to voting members by Canada Post, by email, or by way of the Chapter member-only web portal, and received and counted by the Nominating and Election Committee. The officer or Director shall be immediately removed from office upon approval of the motion by a majority of voting members.

Section 7 - Remuneration. Officers and Directors shall not be paid for their services.

ARTICLE VI - MEETINGS

Section 1 - Regular Meetings. Regular membership meetings shall be held at such times and places as determined and published by the Executive Board. Meetings of the Chapter may be called at any time by the Secretary-Treasurer upon instructions of the President or Executive Board.

Clause A - Annual Meetings. An annual meeting shall be held at such time and place as determined and published by the Executive Board and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise. A registration fee, as determined by the Board, may be collected at the annual meeting for the purpose of defraying actual expenses of the Chapter.

Clause B - Meeting Notice. The members must be notified at least one month prior to annual and regular meetings, and at least ten days prior to special meetings. The Secretary-Treasurer will notify members of meetings in writing via email and the Chapter web pages.

Clause C - Quorum. The quorum for the annual meeting of the Chapter shall be over 50 percent of the membership or ten 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

Society.

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

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

Clause A - Only items listed in the call for a special meeting shall be acted upon at a 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 Chapter shall be governed by an Executive Board composed of its officers, the immediate Past President, four Directors, and a Student Director [if available] duly elected to the Board.

Clause A - Conduct. The Executive Board shall conduct its affairs in conformance with the provisions of these Bylaws and those of the Society. The Board is authorized to act for the Chapter between meetings and shall report its interim actions to the members at each succeeding membership meeting. Any Board action may be overridden by a two-thirds vote of the voting members attending an annual 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 Chapter shall be under the supervision of the Executive Board, and shall be handled by the Secretary/Treasurer. The financial records of the Chapter shall be examined before the annual meeting and before the incoming Secretary/Treasurer assumes responsibility, by the Audit Committee (Article VIII, Section 2, Clause G).

Clause A - The Secretary/Treasurer need not be bonded.

Clause B - Funds shall be derived from registration fees, dues, any special assessments, work projects or contributions. For the purpose of carrying out its objectives, the Chapter may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only

under the authority of the Chapter, and in no case shall debentures be issued without the sanction of a special resolution of the Chapter.

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

Section 3 - Reports. Within 20 days after an election or other official action, the Secretary/Treasurer shall report such actions to the Executive Director of the Society, the Section Representative and the Section President. The President shall submit an annual report of Chapter activities to these same parties. The Secretary/Treasurer shall submit a statement of calendar year income and expenses, together with starting and ending balances, to the Executive Director of the Society in January of each year for federal tax reporting.

Section 4 - Files. The Chapter shall maintain a file containing: Bylaws of the Society, the 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 statements and records; and all other material designated as pertinent by the Executive Board. A Chapter "Operations Manual" provided by the Society will be maintained by the Chapter President and a written record of transfer of this manual to the incoming President will be maintained and the Society will be notified of each such transfer.

Section 5 - Resolutions, Position Statements, and Public Statements. Resolutions of the Chapter shall be confined to those designed for the betterment of the wildlife profession, the Society, or the wildlife resources.

Definitions.

- a. **POLICY** - the existing body of principles found in the bylaws, minutes of previous Executive Board and membership meetings, previous position statements, and resolutions. Policy is broader than statements and resolutions in that it provides direction rather than specific action.
- b. **POSITION STATEMENT** - describes the Chapter position on a specific issue. A position statement recommends action and is primarily for internal documentation of the Chapter position on a specific issue.
- c. **PUBLIC STATEMENT** - a position statement in format suitable for external distribution (for example, letters, formal comments). Public statements are intended to stimulate action on a position of the Chapter on a specific issue.

Process.

Two or more members may submit resolutions or statements to the Conservation Affairs Committee (Article VIII, Section 2, Clause D) for 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 or be made available for Chapter member review and comment, and then approved by the ACTWS Executive Board. They must be transmitted to the Society, the Section Representative and the Section President, if approved. Actions falling within previously established Chapter policies may be carried out by any Chapter officer upon unanimous approval of the Executive Board. On issues where there are not previously established Chapter policies and that demand reasonably short notice, the President or designated representative may present a public statement on behalf of the Chapter provided that: (1) the concept of the statement be brought to the Executive Board's attention and is accepted by them prior to public issuing of the statement, and (2) copies of the statement are sent to the membership within 15 days after public issuing of the statement. Furthermore, the Chapter may publish statements pertaining to issues in its locale:

- a. Where the content of the statement falls within the established policy of the Society; and
- b. in the absence of existing Society position statements.

It will not publish statements that may be in conflict with the policy of the Society without prior approval of the Society's Council. All statements will follow the Policy Guidelines. The membership, the Society, the Section Representative to the Society, and the Section President must receive copies of any resolution, position statement, or public statement within 15 days of such action.

ARTICLE VIII - COMMITTEES

Section 1 - Appointments. The Chapter President shall consider suggestions of the Executive Board in appointing persons to chair all regular standing committees (except the Nominating and Elections Committee, see Article V, Section 1), and special committees such as Awards and Hospitality. Committee Chairs shall complete their committees with assistance of the President. All committee Chairs shall submit a written summary of committee activities to the President and Secretary/Treasurer before the close of each annual chapter business meeting.

Section 2 - Duties of Standing Committees.

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

Clause B - Membership. This committee shall encourage the maximum number of qualified persons residing or working in the membership area to become members of the Society, the Section, and the Chapter. As provided in Article IV, Section 1, the committee will approve or deny memberships.

Clause C - Programs. This committee, chaired by the President-Elect, shall arrange programs of all regular and annual meetings and provide the President with a proposed agenda for the annual meeting at least two months prior to the meeting date.

Clause D - Conservation Affairs. This committee shall :

- a. 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 Chapter. The Chair may ask any Chapter member to assist with reviews.
- b. Prepare white papers on critical wildlife issues, and other subjects or issues affecting wildlife or wildlife habitat within the organizational area of the Chapter for submission to the Executive Board.
- c. Receive proposed position statements, resolutions, and public statements from two or more 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; and
- d. Communicate with the Section and the Society to elevate local or regional issues that may have national or international significance or precedent setting.

The composition of the committee shall consist of:

- a. At least three members, including the Conservation Affairs Committee Chair, appointed by the Chapter President and
- b. One ex-officio representative/liaison from the Section.

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

Clause F - Resolutions and Public Statements. This committee shall receive proposed resolutions or public statements from two or more members at any time and shall prepare, submit and recommend actions on such items to the Executive Board in accordance with Article VII, Section 5.

Clause G - Audit. This committee shall consist of a Chair and at least two additional members. It shall review the financial records and support documents of the Secretary/Treasurer at least annually.

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 committee have been discharged.

ARTICLE IX - DISSOLUTION

Upon dissolution of this Chapter of the Society, its Executive Board shall transfer all assets, accrued income and other properties to the Council of the Society with the understanding that said assets will 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 Society Council may use or distribute all assets, accrued income and other properties as best determined by the Council in accordance with Society Bylaws.

ARTICLE X - AMENDMENT TO BYLAWS

Section 1 - Procedure. Bylaws may be altered, amended or added by a special resolution passed by a three quarters (3/4) majority of the Chapter members voting at any Annual or Special Meeting if due advance notice of the proposed special resolution (per Article VI, Section 1, Clause B) of these Bylaws is followed. A member who will be absent from the meeting may file an absentee ballot (Article V, Section 2, Clause B).

Section 2 - Conformance. No amendment to these Bylaws shall be enacted which results in conflict with the Society Bylaws. If a special resolution to amend the Bylaws is passed, the special resolution must be approved by the Society and registered at the Corporate Registry of Alberta before becoming effective.

(Document revised October 1996 and January 2015 by M. J. Pybus, Past President)