

BYLAWS OF THE SACRAMENTO-SHASTA CHAPTER OF THE WILDLIFE SOCIETY, Inc

Organized: July 11, 1966

Incorporated as a California Non-Profit Corporation: 10 January 2025¹

Bylaws Amended: August 2, 2025

ARTICLE I. NAME, AREA, AFFILIATION

SECTION 1. NAME - The name of this organization shall be the Sacramento-Shasta Chapter of The Wildlife Society, Inc.

SECTION 2. AREA OF ORGANIZATION - This Chapter shall have as its Area of Organization the counties of Sacramento, Tuolumne, Calaveras, Amador, Alpine, El Dorado, Placer, Nevada, Sierra, Plumas, Lassen, Modoc, Siskiyou, Shasta, Trinity, Tehama, Glenn, Butte, Yuba, Sutter, Colusa, San Joaquin, and Yolo in the State of California.

SECTION 3. CRITERIA FOR AFFILIATION - The Sacramento-Shasta Chapter shall conform to the Bylaws, Code of Ethics, objectives, policies and positions as adopted by the Wildlife Society, Inc.(Wildlife Society)²

ARTICLE II. OBJECTIVES

SECTION 1. OBJECTIVES - Consistent with the objectives of the Wildlife Society, the Sacramento-Shasta Chapter objectives are:

1. To develop and promote sound stewardship of wildlife resources and of the environments upon which wildlife and humans depend;
2. To undertake an active role in preventing human-induced environmental degradation;
3. To increase awareness and appreciation of wildlife values;
4. To seek the highest standards in all activities of the wildlife profession.

¹ The Sacramento-Shasta Chapter was incorporated on 10 January 2025 as a Nonprofit Public Benefit Corporation, organized under the Nonprofit Public Benefit Corporation Law for Public and Charitable purposes under the laws of the State of California.

² Incorporated in 1948 under the laws of the District of Columbia

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

1. Encourage and provide an opportunity for better liaison among the individual members and the Chapter, Western Section, the Western Section Representative, and the Wildlife Society.
2. Recognize and commend outstanding work in the profession.
3. Focus the aims and objectives of the Wildlife Society and the Western Section upon professional wildlife needs, problems, and events in the Sacramento-Shasta region of California.

ARTICLE III. CHAPTER YEAR

The Chapter operating year and fiscal year shall begin January 1.

ARTICLE IV. MEMBERSHIP

SECTION 1. VOTING MEMBER - Voting Membership in the Sacramento-Shasta Chapter shall be available to any person who resides or conducts professional activities within the Area of Organization of the Chapter (Article I, Section 2) and has registered for membership with the Chapter. Only Chapter members eligible to vote may hold office in the Chapter, vote on official matters affecting the Wildlife Society, and officially represent the Chapter on business of the Wildlife Society by Board or officer appointment.

SECTION 2. OTHER MEMBER - Other Membership in the Sacramento-Shasta Chapter shall be available to any person who, although either not a member of the Wildlife Society and/or resides and works outside of the Chapter's Area of Organization (Article I, Section 2), has an interest in the objectives and activities of the Chapter. Other Members shall be entitled to all rights, privileges and responsibilities of Chapter members eligible to vote, including voting in Chapter elections, except those reserved for Chapter members eligible to vote (Article IV, Section 1). Other Members may participate in Chapter Meetings, Chapter-sponsored workshops, activities and programs, and receive Chapter-produced publications.

SECTION 3. CHARTER MEMBER - Members eligible to vote and Other Members in good standing on the membership rolls as of January 10, 2025, shall be considered Charter Members.

SECTION 4. HONORARY MEMBER - Honorary Members of the Sacramento-Shasta Chapter shall be persons who, by a majority vote of all Chapter Members, have been thus recognized for accomplishments on behalf of the Wildlife Society or Wildlife Conservation. An Honorary Member need not pay Chapter dues. Honorary Members who otherwise qualify as members eligible to vote within the Chapter shall have the same rights and privileges as voting members (Article IV, Section 1). Honorary Members who do not otherwise qualify as members eligible to vote shall have the same rights and privileges as Other Members (Article IV, Section 2).

SECTION 5. DUES - Annual Chapter dues shall be set by the Chapter's executive board and are payable by each member to the Treasurer by their membership expiration date to remain in good standing. Annual Chapter dues also may be paid to the Wildlife Society's headquarters or Section, along with Section and/or Wildlife Society dues, and subsequently will be remitted to the Chapter. Members who have not paid their Chapter dues shall lose their eligibility to vote in the Sacramento-Shasta Chapter.

SECTION 6. RESIGNATION - Members may resign at any time by giving notice to the Chapter's Membership Chair or Secretary, or will be considered to have resigned if annual Chapter dues are not paid.

SECTION 7. REINSTATEMENT - Persons who are dropped from the rolls of the Chapter for non-payment of dues or resignation may be reinstated into membership in the Chapter upon payment of appropriate dues.

ARTICLE V. ELECTIONS AND OFFICERS

SECTION 1. NOMINATING AND ELECTIONS COMMITTEE - The 3-member Nominating and Elections Committee, selected by the Executive Board (Article VII, Section 1) of the Sacramento-Shasta Chapter, shall prepare a slate of candidates for each of the elective positions, namely: Vice President, Secretary, Treasurer, and Chapter Representative to the Western Section.

CLAUSE A - All nominees must be members eligible to vote (Article IV, Section 1).

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

CLAUSE C - Nomination slate shall be submitted to the membership at least 30 days prior to mailing or emailing balloting.

CLAUSE D - Additional nominees may be added to the Nominating and Elections Committee's slate upon the signed support of 6 or more members, provided prior approval has been obtained from each nominee.

CLAUSE E - A member may be elected for no more than 2 consecutive terms in the same elective position, unless the Executive Board votes unanimously in support of an individual running for an additional term.

SECTION 1. EXECUTIVE BOARD - The Chapter shall be governed by an Executive Board composed of the Chapter Officers. The Executive Board shall be elected by the membership, from which the Officers will then be designated annually by the Executive Board at its first meeting after the Annual or Special Meeting of the members at which the Executive Board is elected. The Officers will hold office until the next Annual Meeting and thereafter until their successors are duly appointed and qualified, subject, however, to removal by the Executive Board or by a majority vote of the Chapter members eligible to vote.

SECTION 2. OFFICERS - Chapter Officers shall include Elected Officers and Appointed Officers. Elected Officers of the Chapter shall consist of a President, Vice President, Secretary, Treasurer and Chapter Representative to the Western Section. Any two or more offices may be held by the same person; provided, however, that the chapter will have three or more individuals as Officers. The President is elected as Vice President and transitions into the President role. The Immediate Past-President shall also be considered a Chapter Officer. Appointed Officers shall include Committee Chairpersons and the Newsletter Editor; these officers are appointed by the President. All Chapter Officers shall be members eligible to vote (Article IV, Section 1); all Chapter Officers are voting members of the Executive Board. Duties of the officers:

CLAUSE A - IMMEDIATE PAST-PRESIDENT - The Immediate Past President is that member who served as President during the immediately preceding year. The Immediate Past-President shall serve primarily as an advisor to the Board in order to provide continuity to the Chapter and the Board.

CLAUSE B - PRESIDENT - The President shall have general supervision of the Chapter Officers; they shall appoint, with the assistance of the Executive Board, chairpersons of all regular and special committees; shall preside at meetings of the Executive Board and Chapter; and shall be an ex-officio member of all committees except the Nominating and Elections Committee. The President shall represent the Chapter or appoint alternate

representatives to attend appropriate meetings or functions requiring actions by the Chapter. The Chapter President shall be responsible for the Chapter files.

CLAUSE C - VICE PRESIDENT- The Vice President shall assume the duties of the President in the absence or upon the inability of the President to serve. The Vice President shall perform duties assigned by the President. In the event the Vice President cannot serve in the President's absence, the Executive Board shall appoint a President, pro tempore. The Vice President is president elect and transitions into the President's role at the end of their one year term.

CLAUSE D - SECRETARY - The Secretary duties shall include recording of the minutes of all meetings, correspondence, and issuance of meeting notices.

CLAUSE E - TREASURER - The treasurer's duties include receipt and disbursement of funds, maintenance of the chapter budget, and submission of a financial report at least once a year at the Annual Meeting. More frequent reporting to the Executive Board is encouraged.

CLAUSE F - CHAPTER REPRESENTATIVE TO THE WESTERN SECTION - The Chapter Representative shall represent the Sacramento-Shasta Chapter and serve as liaison to the Western Section for the Chapter, provide the editor of the Western Section newsletter with news and items of interest from the Chapter area, and serve as a contact among the Western Section, Chapters, and members in their respective areas. The Representative will assist the Western Section President by verifying mailing addresses, conducting membership drives, polling individual Chapter members, and assisting in routine Western Section business.

CLAUSE G - NEWSLETTER EDITOR - The Newsletter Editor shall be responsible for the production and distribution of the Chapter Newsletter. Information included in the Newsletter is selected and edited by the Newsletter Editor with input and approval of the Chapter Officers. The Newsletter contains summaries of Chapter business, officers' reports, and pertinent information of interest to the membership. The newsletter is delivered via email to members.

CLAUSE H - MEMBERSHIP CHAIR –

The membership chair manages the Chapter's membership roster and coordinates with committees to advise the Board on issues related to member recruitment and retention. The membership chair provides regular updates to the newsletter editor as to chapter

members and contact information provided directly to the Chapter, for Western Section registration and from the Wildlife Society registration.

CLAUSE I - COMMITTEE CHAIRPERSONS - Committee Chairpersons are responsible for directing and promoting the activities of their respective committees, and reporting those activities to the Executive Board.

SECTION 3. NOMINATING CANDIDATES FOR ELECTED OFFICERS - Each year, a 3-member Nominating and Elections Committee, appointed by the President, shall attempt to nominate at least 3 candidates to run for the Chapter Board with a goal of having at least 6 candidates to ensure a competitive election process.

CLAUSE A - All nominees must be members eligible to vote in the Chapter and the Wildlife Society. (Article IV, Section 1).

CLAUSE B - Prior to becoming candidates, nominees must agree to run for office.

CLAUSE C - The list of candidates and the candidate's election statements shall be submitted to the membership at least 30 days prior to the end of the fiscal year, even in the event of an uncontested election.

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

SECTION 4. BALLOTING - All members eligible to vote will receive a ballot with which to vote for candidates for elected office. Ballots can be delivered either through the U.S. Mail, electronically, or through the official Chapter website. Ballots completed by the members eligible to vote shall be forwarded to a pre-designated, impartial Chapter Officer and shall be 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 is a candidate for an elective office. Thirty days shall be allowed for ballot return from the membership. Additional willing nominee(s) may be submitted by any member eligible to vote in good standing.

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

CLAUSE B - The candidate for each elective office receiving the largest number of votes by ballot shall be declared elected. In the event of a tie, a coin toss or other mechanism acceptable to all candidates will be used to determine the winner. Candidates will be

informed of the election results at least 14 days prior to the installation of new officers at the Annual Meeting; the membership will be informed of the election results at the Annual Meeting.

CLAUSE C - A signed absentee ballot may be submitted to the Secretary by a member eligible to vote prior to the scheduled time for counting ballots.

SECTION 5. TERM OF OFFICE - All terms shall be for one year. All newly-elected officers shall begin their respective terms at the Annual Meeting. They shall terminate their duties at the conclusion of the next Annual Meeting or at such time as their successors are elected and installed.

SECTION 6. VACANCIES - If the office of President is vacated for any reason, the Vice President 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. All appointees must be members eligible to vote in the Chapter and the Wildlife Society.

ARTICLE VI - MEETINGS

SECTION 1. MEETINGS - The Chapter shall hold regular membership meetings and Executive Board (Board) meetings. Regular membership meetings will include information and activities of interest to the membership at large. Board meetings will be limited to the business of the Executive Board. All meetings of the Chapter shall be held at such times and places as determined and published by the Executive Board.

CLAUSE A - ANNUAL MEETING - A Chapter Annual Meeting shall be held in conjunction with the Annual Meeting of the Western Section for the purpose of providing the membership with annual reports of the officers and committees, and for any other business that may arise.

CLAUSE B - BOARD MEETINGS - Any Chapter member may attend Board meetings, but may participate only when asked to do so. Only Chapter Officers may vote at Board meetings.

CLAUSE C - MEETING NOTICE - Members must be notified at least two weeks prior to any meeting when special, unusual, or particularly important business action is to be taken, and the notice must contain reference to the business to be considered. For annual and regular meetings, members must be notified at least 1 month in advance.

CLAUSE D - QUORUM - The quorum for the Annual Meeting or regular meetings of the Chapter shall be 10% of the membership or 10 members in good standing, whichever is less and for Executive Board meetings, at least 50% of the Board Officers.

CLAUSE E - MEETING RULES - The rules contained in the latest revision of "Robert's Rules of Order" shall govern the Chapter in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the special rules of order of the Chapter or the Wildlife Society.

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

SECTION 2. SPECIAL MEETINGS - Special meetings may be called by the Executive Board at any time, provided due notice (Article VI, Section 1, Clause C) 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 FINANCES

SECTION 1. EXECUTIVE BOARD CONDUCT - The Executive Board shall conduct its affairs in conformance with the provisions of these Bylaws, and those of the Wildlife Society. The Board is authorized to act for the Chapter between Chapter 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 majority vote of the members.

SECTION 2. FINANCE - Funds of the Chapter shall be under the supervision of the Executive Board, and shall be handled by the Treasurer. The financial records of the Sacramento-Shasta Chapter shall be periodically examined by the Audit Committee (Article VIII, Section 2, Clause E).

CLAUSE A - The Treasurer need not be bonded.

CLAUSE B - Funds shall be derived from dues, special assessments, work projects, contributions and other sources consistent with the by-laws of the Chapter and as approved by the Board.

CLAUSE C - General funds equal to at least three years of Chapter operating expenses shall be placed in a federally-insured bank, savings and loan association, or credit union.

CLAUSE D - ENDOWMENT FUND - The Chapter may choose to establish 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 Chapters education, outreach, and scholarship programs or to support specific purposes stipulated in agreements to accept funds.

Clause D.1. Trustees - The Endowment Fund shall be managed by three Trustees, who shall be regular members in good standing of the Chapter. The Treasurer of the Chapter shall be an ex officio Trustee. The other two Trustees shall be appointed by the President, who should if possible 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.

Clause D.2. Contributions to the Fund - The Endowment Fund was established with an initial amount of \$20,000. The Endowment Fund shall receive additional monies from donations, bequests, and other sources, such as excess dues from Supporting and Contributing memberships, as determined by majority vote of the Executive Board.

Clause D.3. 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.

Clause D.4. 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 \$20,000 endowment, 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 Chapter membership.

CLAUSE 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.

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

SECTION 3. REPORTS -The Secretary shall, within twenty (20) days after an election or other official action taken by the Chapter, provide a copy of such action to the Executive Director of the Wildlife Society, the Western Section Representative, and the Western Section President. These same parties will receive a copy of the annual financial statement prepared by the Treasurer and annual report prepared by the President. A statement of calendar-year income and expenses, together with starting and ending balances, must be submitted by the Treasurer to the Executive Director of the Wildlife Society in January of each year for federal tax reporting by the Wildlife Society office.

SECTION 4. FILES - The Chapter shall maintain a file containing: Bylaws of the Wildlife Society, the Western Section, and the Sacramento-Shasta Chapter; minutes of all regular and special Chapter meetings, 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 "procedure for filing" shall be kept in the Chapter file for guidance of each succeeding Secretary. A chapter "Operations Manual" provided by the Wildlife 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 Wildlife Society will be notified of each such transfer.

SECTION 5. RESOLUTIONS AND PUBLIC STATEMENTS - 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, submitted with ballots to the Chapter Membership. Such new items must be approved by two-thirds of the Chapter Membership who return ballots and must be transmitted to the Wildlife

Society, the Western Section Representative, and the Western 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 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 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 Sacramento-Shasta Chapter may issue statements pertaining to subjects in its locale:
 - a. When the content of the statement falls within the established policy of the Wildlife Society; and
 - b. In the absence of existing position statements by the Wildlife Society. The Sacramento-Shasta Chapter will not issue statements that may be in conflict with the policy of the Wildlife Society without prior approval of the Wildlife Society's Council. All statements will follow the "Guidelines for Wildlife Policy Activities" (Appendix 4.421b of the Operations Manual) and conform to the Wildlife Society's policy regarding conservation affairs (Appendix 4.421a of the Operations Manual). The Chapter membership, the Wildlife Society, the Western Section Representative, and the Western Section President must receive copies of any Resolution or Public Statement within 15 days of such action.

ARTICLE VIII - COMMITTEES

SECTION 1. APPOINTMENTS - The President shall appoint, after considering suggestions of the Executive Board, chairpersons of all regular committees and special committees as the need arises. Such committee chairpersons shall serve at the pleasure of the President. Committee chairpersons shall complete their committees with assistance of the President, unless otherwise specified. All committee chairpersons shall submit a written summary of committee activities to the President and the Secretary before the close of each Chapter business meeting.

SECTION 2. STANDING COMMITTEES AND THEIR DUTIES:

CLAUSE A - NOMINATING AND ELECTIONS - See Article V, Section 3.

CLAUSE B - MEMBERSHIP - This committee shall endeavor to obtain the maximum number of qualified persons residing or working in the Chapter's Area of Organization to become members of the Wildlife Society, the Western Section, and the Sacramento-Shasta Chapter.

CLAUSE C - PROFESSIONAL DEVELOPMENT - This committee shall arrange professional development programs, including social events. The Professional Development Chair or their proxy shall attend Western Section Professional Development Committee Meetings and may coordinate joint events with Section.

CLAUSE D - CONSERVATION AFFAIRS - The committee shall coordinate with the Western Section Conservation Affairs committee. 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 Chapter. The Chairperson may ask any Chapter member to assist with reviews. This committee shall also function as RESOLUTIONS AND PUBLIC STATEMENTS COMMITTEE to receive proposed resolutions from 2 or more members at any time, prepare, submit and recommend action on such items to the Executive Board in accordance with Article VII, Section 5.

CLAUSE E - AUDIT - This committee shall consist of a chairperson and at least 2 additional members. It shall review the financial records and support documents of the Treasurer at least annually. This committee also shall review these records and documents prior to any change in the office of the Treasurer.

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 the Sacramento-Shasta Chapter of the Wildlife Society, the Executive Board shall transfer all assets, accrued income, and other properties to the Council of the Wildlife Society with the understanding that said assets will be held to a maximum of 5 years from the date of dissolution of the Chapter, for redistribution to another chapter that may be established in approximately the same geographical area

within said 5-year period. If another chapter is not established within said area and period of time, the Wildlife Society Council may use or distribute all assets, accrued income, and other properties as best determined by the Council in accordance with the Wildlife Society Bylaws.

ARTICLE X - AMENDMENT TO BYLAWS

SECTION 1. PROCEDURE - These Bylaws may be altered or amended by a majority vote of the members voting at any regular or special Chapter meeting if advance notice of the proposed changes per Article VI, Section 1, Clause C, of the Bylaws is followed. A member who will be absent from the meeting may file an absentee ballot with any standing elected officer.

SECTION 2. CONFORMANCE - Amendments must not conflict with the current Bylaws of the Wildlife Society. If these Bylaws are revised, the new revision must be approved by the Wildlife Society before becoming effective.