

# Bylaws of the Society for Conservation Biology

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## Conservation Marketing and Engagement Working Group

### Article I Membership

*Section 1. **Voting Member.*** Any current member of the Society for Conservation Biology (SCB) who has an interest in the objectives and the activities of the Working Group may join the Working Group as a voting member. If a member becomes inactive in SCB their membership in the Working Group is automatically suspended until membership with SCB is renewed. If the Working Group assesses dues, all voting members shall be responsible for payment.

*Section 2. **Expulsion - Grounds for termination of membership in the Working Group.*** Membership shall terminate upon the occurrence of any of the following events: (1) Upon member's notice of such termination delivered to the President or Secretary of the Working Group, personally or by mail, (2) Upon member's decision to inform the Executive Office (EO) of termination or by changing member settings online, or (3) Upon a determination by the Board of the Working Group that the member has engaged in conduct materially and seriously prejudicial to the interests or purposes of the Working Group or SCB.

### Article II Officers

*Section 1. **Board Members.*** There will be five elected Board members. Nominations will be conducted in accordance with Article III, Section 1 of these Bylaws. Elections for Board members will be held in accordance with Article III, Section 2 of these Bylaws. Term of office will be two years with staggered elections; election of two or three positions each year.

*Section 2. **Officers.*** All officers must be voting members of the Working Group. Membership voting will be used to elect the following Board positions: President, Vice-President (and President Elect), Secretary, Communications Officer and Treasurer. The Vice-President serves one year as Vice-President, and moves to President for the second year.

*Section 3. **Ex-officio Board Members.*** The President may, following a vote to approve by the board, appoint a previous President into the ex-officio role of Past-President on the Board or other ex-officio Board members to serve as chairs of the committees (see Article V Section 1), whose terms will last for the duration of the appointing President's term. After that term is ended the next President may renew the ex-officio position, reappoint the position or remove the position as appropriate to the activities of the group. Ex-officio Board Members do not have an official Board vote.

### Article III Nominations and Elections

*Section 1. **Nominations.*** Nominations for Board positions are solicited by the Officers of the Working Group Board. All nominees must be voting members of the Working Group. Prior approval must be obtained from said candidates. The nomination slate shall be submitted by the Secretary to the Executive Office on the following schedule.

- Calls for nominations will go out between August and October
- Nominees will be reported to the Executive Office no later than 31 October for voting programming

*Section 2. **Balloting/Voting.*** Voting will be conducted through the Executive Office. The Secretary will turn in nominations to the EO which will be added to an electronic voting system and announced to the Working Group membership. At the close of the election an electronic tally of votes will be reported to the Secretary of the Working Group. The candidates receiving the largest number of votes on the ballots shall be declared elected at the Business Meeting, through online voting approved by SCB, or by email. Ties shall be decided by a Board vote, with the highest-ranking Board member not excused due to conflicts of interest (in the order: President, Vice-President, Treasurer, Secretary, Communications Chair, and Past President) deciding any ongoing tie. New board members will take office on January 1<sup>st</sup> of the New Year.

- Elections will open in November and close in December
- New board members will be announced at the end of the election
- New board members will take office on January 1

*Section 3. **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 President's term. All other vacancies occurring during an officer's term shall be filled by Board appointment.

*Section 4. **Transition process.*** The first Board elections will be as soon as it is possible (Article III, Section 1). Two board members will be elected, including the Vice-President. Until then the Working group shall have two interim co-Presidents. Co-Presidents will share responsibilities of the President and Vice-President (Article IV, Sections 1 & 2) until this time. The following year, the remaining two board members will be elected. This process will allow for transition from the existing structure into the structure outlined in Article II, Section 1.

## **Article IV**

### **Duties of Officers**

*Section 1. **President.*** The President is responsible for organizing and presiding over meetings. Only the President may officially represent the Working Group on business of the Society.

*Section 2. **Vice-President.*** The Vice-President shall receive reports from committees, arrange meetings and other activities, and perform the duties of the President when the latter is absent.

*Section 3. **Secretary.*** The Secretary records minutes, administers correspondence between the Working Group and the Society, coordinates nominations and elections, and maintains historical records and a roster of members.

*Section 4. **Treasurer.*** The Treasurer shall oversee the collection of dues (if any), oversee accounts, and oversee the distribution of funds for Working Group activities. The Treasurer shall coordinate fundraising activities.

*Section 5. **Communications Officer.*** The Communications Officer shall oversee the Communications Committee in their efforts to promote the Working Group and Working Group activities.

*Section 6. **Past-President.*** An ex-officio role, the Past-President shall provide organizational memory and advice on topics that are relevant to the functioning of the Working Group.

## **Article V Committees**

*Section 1. **Creation of Committees.*** The Board and the membership may at any time decide to form a committee to address a particular issue related to the goals of the Working Group. Committees shall be chaired by a voting member and appointed by the President or by an Ex-officio Board Member. The chairperson shall be responsible for appointing the other members of the committee. Committees shall be made up of interested individuals of the Board and the membership. Committees should address findings and queries to the Vice-President of the Board. Committees shall, at any time, be accountable to the Working Group Board. Optional Committees include but are not limited to: Fundraising, Education, In-depth topic areas related to the Working Group, Conservation, or Policy.

*Section 2. **Dissolution of Committees.*** Committees may be dissolved at any time by the Board if interest wanes, the topic no longer applies to the goals of the Working Group or the Committee is consistently inactive.

*Section 3. **Communications Committee.*** Consistent with the goals of the Working Group, there shall be a standing Committee to ensure that the Working Group and Working Group activities are promoted to the membership and beyond.

## **Article VI Finances**

The Working Group will be supported by annual dues, grants, contributions and fundraising activities. Amount of Working Group dues (if any) is left to the discretion of the Working Group. Working Group funds and dues will be routed through the Executive Office for accounting and auditing purposes (and assessed fees if appropriate). Fundraising must be planned and coordinated through the Executive Office.

## **Article VII Resolutions and Public Advocacy**

The Working Group does not represent SCB in matters of public policy but may work towards resolutions in this arena. Areas of public policy identified as necessary and important to the Working Group will be addressed in cooperation with SCB's Policy Director and Policy Committee (if appropriate).

## **Article VIII Meetings**

*Section 1. **Board Meeting.*** Board meetings shall be held at least four (4) times a year, near the end of each trimester (March, June, September and December). Extraordinary meetings can be requested by any board member.

*Section 2. **Members' Meeting.*** A Members' Meeting, or an alternative mechanism for conducting Working Group business and facilitating communication among members, shall be held once a year.

*Section 3. **Procedure and Order of Business.*** Members' meeting date and voting deadlines shall be announced at least one month in advance. At the beginning of each meeting any Working Group or Society business will be discussed prior to the scheduled program. The business portion of any meeting will be run by the President. The Working Group's Bylaws will be available at each meeting.

*Section 4. **Votes.*** All votes of the Working Group on matters not specified in the Bylaws will be decided by a

simple majority of those voting. Tie votes in Members' Meetings or in meetings of the Working Group Board will be broken by the presiding officer. Tie votes in committee meetings will be broken by the Chair.

*Section 5. Quorum.* For a members meeting to take place a [10%] or 15 individuals of the Working Group members including members represented by proxy will constitute a quorum of the Working Group. For Board meetings at least four members must be present, including the President, to constitute quorum.

## **Article IX**

### **Continuation/Dissolution**

*Section 1. Reauthorization.* The Working Group is authorized for official status for three years from the signing date of the Official Articles of Charter. At the end of this term the Working Group will apply for Reauthorization providing reports of the previous term, a proposal for the next three-year term, and updated bylaws.

*Section 2. Working Group Board Requirement.* If the membership fails to elect a Working Group Board the Working Group shall be considered dormant. At that time the outgoing Working Group Board shall forward the Working Group's charter, bylaws, and forfeit remaining funds to the Executive Office. The Working Group may reapply for an Official Charter using the regular application process.

*Section 3. Membership Requirement.* If the membership falls below 100 for longer than one year, the Working Group shall be considered dormant. At that time the outgoing Working Group Board shall forward the Working Group's charter, bylaws, and forfeit remaining funds to the Executive Office. The Working Group may reapply for an Official Charter using the regular application process.

*Section 4. Dissolution.* The Working Group may be dissolved by the Board of Governors at any time if the actions of the group are deemed inappropriate. Inappropriate is defined as but not limited to; unofficial representation of the SCB, misconduct, lobbying, repeated violation of SCB's policies and procedures, or exploration of an inappropriate subject area.

## **Article X**

### **Conformance**

Changes and amendments may not be made to these bylaws which are approved to set forth governing guidelines for the Working Group. Further definition of activities and committees should be articulated in Working Group proposals.

All activities of the Working Group shall be in keeping with the policies and Bylaws of the Society for Conservation Biology and SCB's Executive Office. Violation of this Article may result in dissolution of the Working Group.

# Bylaws of the Society for Conservation Biology

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## Conservation Marketing and Engagement Working Group

Ratified, as amended, for the Board of Governors by:

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President, Society for Conservation Biology

\_\_\_\_\_  
Date

Ratified by the Working Group:

\_\_\_\_\_  
Working Group President

\_\_\_\_\_  
Date

\_\_\_\_\_  
Working Group Vice-President

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Date