

# **Bylaws of the African Section of the Society for Conservation Biology**

## **Article 1**

### **Mission and Goals**

*Section 1. **Mission.*** The mission of the African Section of the Society for Conservation Biology is to advance the discipline of conservation science in Africa to help African conservation scientists find lasting solutions to African conservation problems.

*Section 2. **Goals.*** The principal goals of the Section are

- To ensure that membership in the Society and its benefits are accessible to Africans.
- To influence conservation of biodiversity through environmental policies by creating linkages between conservation scientists and policy making organs.
- To develop conservation science through all levels of education, mentoring, training and facilitating access to data.

## **Article 2**

### **Membership**

*Section 1. **Voting Members.*** Any member of the Society for Conservation Biology who has an interest in the objectives and the activities of the Section may join the Section as a voting member. Only voting members may be elected to the Section Board and vote on official matters affecting the Section. If the Section assesses dues, all voting members shall be responsible for payment.

*Section 2. **Expulsion.*** Membership in the Section shall terminate upon the occurrence of any of the following events: (1) member's notice of such termination delivered to the President or Secretary of the Section, personally or by mail, (2) a determination by the Section Board that the member has engaged in conduct materially and seriously prejudicial to the interests or purposes of the Section.

## **Article 3**

### **Governance**

*Section 1. **Section Board.*** The Board of the African Section shall comprise no more than ten elected members, including officers (see Article 3, Section 2). At least one and no more than 3 members of the Board shall represent Madagascar, southern Africa, eastern Africa, West/Central/North Africa, countries outside of Africa, and students. The term of office shall be

three years. At least three members shall be elected each year. All Board members must be voting members of the Section for their entire term of office.

*Section 2. **Officers.*** There shall be six officers: President, President Elect, Information Officer, Financial Monitoring and Evaluation Officer, Membership and Nominations Officer, and Education and Science Officer. The President Elect shall be elected by Section members every three years at a scheduled Members' Meeting, or by mail, email or via the Society's website (see Article 4 and Article 10). Term of office for the President Elect is three years, followed by three years as President. All other officers shall be selected by the Board for terms of three years.

## **Article 4**

### **Nominations and Elections**

*Section 1. **Nominations.*** Nominations for Board members shall be solicited by the Nominations Committee or the Section Board. All nominees must be voting members of the Section. The slate of nominees shall be submitted by the Membership and Nominations Officer to the membership at least one month prior to the deadline for receipt of ballots by mail or email or via the Society's website.

*Section 2. **Balloting.*** Written or electronic ballots shall be received from the members by a duly announced deadline and shall be counted by one or more members of the Section Board or agent(s) authorized by the Society's Board. The President shall appoint a replacement to count ballots for any member of the Section Board who has been nominated. The candidate for each position receiving the largest number of votes on the ballots shall be declared elected.

*Section 3. **Vacancies.*** If the office of President is vacated for any reason, the President Elect shall assume the duties of the President for the balance of the President's term. All other vacancies occurring during a Board member's term shall be filled by appointment by the Section Board until the next regularly scheduled election of Board members.

*Section 4. **Special Elections.*** A special election may be held at any time during a period of dormancy (see Article 12) to reactivate the Section.

## **Article 5**

### **Duties of Officers**

*Section 1. **President.*** The President shall organize and preside over meetings and mailings (including electronic mailings) intended to substitute for meetings. The President or his/her designee shall serve as the Section's representative on the Society's Board of Governors in accordance with Section 7.

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

*Section 3. **Information Officer.*** The Information Officer shall record minutes and administer correspondence between the Section and the Society. The Information Officer also shall

facilitate members' access to information, information exchange among members, and elimination of language barriers.

*Section 4. **Financial Monitoring and Evaluation Officer.*** The Financial Monitoring and Evaluation Officer shall collect dues (if any), maintain accounts, coordinate fund raising activities, and collect and distribute funds for Section activities. The Financial Monitoring and Evaluation Officer shall prepare and update the annual Section budget and, where necessary, help arrange independent audits. The Financial Monitoring and Evaluation Officer also shall establish and implement a performance monitoring plan to track progress towards the Section's financial goals and objectives.

*Section 5. **Membership and Nominations Officer.*** The Membership and Nominations Officer shall maintain historical records and a roster of members. The Membership and Nominations Officer also shall work to promote regional representation among the membership.

*Section 6. **Education and Science Officer.*** The Education and Science Officer shall conduct periodic reviews of higher learning institutions in Africa to maintain a database on the status of conservation science teaching in each region of Africa. The Education and Science Officer shall maintain a database on sources of conservation biology data relevant to Africa. The Education and Science Officer also shall work with the Information Officer, Financial Monitoring and Evaluation Officer, and Membership and Nominations Officer to refine and target information efficiently to the membership.

*Section 7. **Representative on the Society's Board of Governors.*** The representative (the President or his/her designee, see Section 1) serves as a Member at Large of the Society's Board of Governors in accordance with the Society's Bylaws. Only the representative may officially represent the Section on business of the Society.

## **Article 6**

**Ad hoc Committees.** The Section Board may at any time decide to form an ad hoc committee with specific terms of reference. Committees shall be chaired by a voting member of the Section. Chairs shall be appointed by the President with the approval of the Section Board and shall serve at the pleasure of the Section Board. Committees shall be composed of interested members of the Section. The Chair shall be responsible for appointing the other members of the committee, and these members shall serve at the pleasure of the Chair. All committees shall, at any time, be accountable to the Section Board. Ad hoc committees with a continuing mission, may, after two years of activity, petition the Section Board to be established as standing committee.

## **Article 7**

### **Standing Committees**

*Section 1. **Chairs and Membership.*** Standing committees shall be chaired by a voting member of the Section. Chairs shall be appointed by the President with the approval of the Section Board and shall serve at the pleasure of the Section Board. Committees shall be composed of interested members of the Section. The Chair shall be responsible for appointing the other members of the

committee, and these members shall serve at the pleasure of the Chair. All standing committees shall, at any time, be accountable to the Section Board.

*Section 2. Charges of the Conservation, Policy, Education and Science Committee.* This Committee shall keep Section members informed about current conservation issues on a regional or global scale and help facilitate awareness of regional conservation issues by Society members outside the Section. The committee shall act as an extension of the Section within the academic and regional community, shall act as necessary to inform the public of regional and global conservation issues, and shall promote the study of conservation biology. The committee may also act as a forum in which solutions to regional issues may be discussed and debated.

*Section 3. Charges of the Membership, Nominations and Awards Committee.* This committee shall recruit members in each country by utilizing other existing networks to raise awareness, distribute information, and recruit members. The committee shall identify activities or opportunities to recruit members. The committee shall manage nominations and awards and solicit award nominations and shall assist the Society's Executive Office with administration and awarding of sponsored memberships to the African Section.

*Section 4. Charges of the Information and Communications Committee.* This committee shall identify mechanisms for information exchange in light of language barriers. The committee shall identify affordable translation services and other professional resources for conservation scientists and practitioners in Africa. The committee shall provide advice on development of printed and electronic publications of the Section such as newsletters and websites. The committee also shall work with other committees of both the Section and the Society to achieve outreach and marketing goals.

## **Article 8**

**Finances.** The Section shall be supported by dues (if any), grants, contributions, and fund-raising activities. Assessment and amount of Section dues (if any) is left to the discretion of the Section Board. Funds of the Section shall be under the supervision of the officers, and shall be handled by the Financial Officer. Audited financial records (see Article 7, Section 8) shall be reported to the membership.

## **Article 9**

**Policy.** The Section may make Resolutions and engage in Public Advocacy subject to the conditions described below.

*Section 1. Definitions.* A "Resolution" is any public statement that reflects the position or view of the Section. "Public Advocacy" is any public activity by the Section in support of a Section Resolution.

*Section 2. Conditions for Declaration of Resolutions and Public Advocacy.* Proposed Resolutions must be presented to the membership of the Section and approved by a majority of the voting members present and voting. Presentations and voting may take place at a scheduled meeting, by mail, or by email. A voting member who is absent may file an absentee ballot. Proposed Resolutions must include the following: (i) a statement of relationship of the Resolution

to the objectives of the Section and the Society, (ii) a statement of the need for the Resolution, (iii) scientific documentation concerning the circumstances of the Resolution, and (iv) a list of the proposed recipients of the Resolution.

Any Public Advocacy must be based on an approved Resolution. Proposed acts of advocacy must be presented to the membership of the Section at a scheduled meeting, by mail, or by email and approved by a majority of voting members. A voting member who is absent may file an absentee ballot.

*Section 3. **Disclaimer of Responsibility by Society for Section Activities.*** The African Section of the Society for Conservation Biology shall claim responsibility for all Resolutions and Public Advocacy enacted by its membership. All public documents or actions shall include the statement: Resolutions (or Advocacy) of the African Section of the Society for Conservation Biology do not necessarily reflect the views of the Society for Conservation Biology as a whole.

*Section 4. **Reporting.*** The Financial Monitoring and Evaluation Officer shall file an annual report on the Section's activities with the President of the Society.

## **Article 10**

### **Meetings**

*Section 1. **Members' Meeting.*** A Members' Meeting shall be held, or an alternative mechanism for conducting Section business and facilitating communication among members arranged, each year.

*Section 2. **Procedure and Order of Business.*** Meetings and voting deadlines shall be announced at least one month in advance. At the beginning of each meeting, any Section or Society business will be discussed prior to the scheduled program. The business portion of any meeting shall be conducted by the President. The Section's Bylaws shall be available at each meeting. All meetings will be governed by Robert's Rules of Order (The Modern Edition, revised by Darwin Patnode, 1993).

*Section 3. **Votes.*** All votes of the Section on matters not specified in the Bylaws shall be decided by a simple majority of those voting. Tie votes in Members' Meetings or in meetings of the Section Board shall be broken by the presiding officer. Tie votes in committee meetings shall be broken by the Chair.

*Section 4. **Quorum.*** 10% of the Section's members (if the membership exceeds 150 individuals) or 15 members of the Section, including members represented by proxy, shall constitute a quorum of the Section, and 50% of Section Board members a quorum of the Board.

## **Article 11**

**Annual Report.** The Information Officer shall file an annual report on the Section's activities with the President of the Society.

## Article 12

### Continuation/Dissolution

*Section 1. Section Board Requirement.* If the membership fails to elect a Section Board, the Section shall be considered dormant. At that time the outgoing Section Board shall forward the Section's charter, bylaws, and remaining funds to the President of the Society. The Section may be reactivated at any time within a period of two years by holding a Special Election. The purpose of the Special Election is to vote for a Section Board.

*Section 2. Membership Requirement.* If the membership falls below 100 for longer than two years, the Section shall be considered dormant. At that time the outgoing Section Board shall forward the Section's charter, bylaws, and remaining funds to the President of the Society. The Section may be reactivated when membership rises above 100.

## Article 13

### Amendment to Bylaws

*Section 1. Procedure.* Proposals to modify the Section Bylaws must be approved by a majority of the voting members present and voting at any scheduled meeting (or alternative voting mechanism) of the Section. A voting member who is absent may file an absentee ballot.

*Section 2. Conformance.* No amendment to these Bylaws shall be enacted that results in a conflict with the Bylaws of the Society. Proposed amendments to the Section Bylaws must be approved by the Executive Committee of the Society's Board of Governors before becoming effective.

Ratified for the Board of Governors by

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President, Society for Conservation Biology

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Date