

International Association for Bear Research and Management, Inc.

Bylaws and Organizational Structure **(Ratified by Membership on 5 January 2009)**

Article I. Description

Section 1. Name

The name of this professional organization shall be the International Association for Bear Research and Management, Inc., hereafter referred to as the IBA.

Section 2. Preface

Conservation of the eight bear species of the world pose significant research and management challenges to governments, local authorities, wildlife biologists, land managers, park personnel, tribal councils, and private land owners if bears are to persist in their wild state. Although there are sometimes conflicts between bears and humans, the public wants bears to survive. Responsibility for conservation of bears and their habitats rests with numerous national and local governmental agencies and councils. Encroaching civilization involving land-use conflicts and utilization of landscapes by human beings that are necessary to maintain bears in the environment has resulted in the decline or disappearance of bear habitat and bear populations in portions of their ranges. Continued viability of populations and the possible restoration of bears in certain areas will be largely contingent upon a cooperative approach towards research, management, land use, and education, and will increase in cost as land values escalate. The IBA, a nonprofit corporation whose membership consists primarily of professional biologists with an interest in bears, recognizes these difficult bear conservation issues faced by agencies and governments and is dedicated to developing science-based strategies to ensure co-existence of bears and humans.

Section 3. Statement of Purpose

In addition to the goals and purposes set forth in the Articles of Incorporation, the IBA acts in an advisory capacity to facilitate cooperation in bear conservation, management, research, and education functions among various governments, agencies, and councils responsible for bears and their habitat. In addition, IBA maintains close association with the World Conservation Union (International Union for Conservation of Nature, IUCN)/Species Survival Commission (SSC) by appointing the chairperson(s) of the IUCN/SSC Bear Specialist Group. IBA (1) actively encourages development of effective science-based conservation strategies for all bear species; (2) provides for and encourages coordination and exchange of information, pooled data, and draft management proposals; (3) provides liaison with affiliate and other groups with similar interests; (4) provides a format for conducting workshops, panels, and conferences on bear research and management topics; and (5) when it is essential, or when called upon, to take a collective stand on issues.

Section 4. Goal and Objectives

The goal of the International Association for Bear Research and Management (IBA) is to achieve the conservation and restoration of the world's bears through science-based research, management, and education.

Objectives: In support of this goal, IBA's objectives are to:

1. Foster well-designed research of the highest professional standards.
2. Support sound stewardship of the of the world's bears through scientifically-based population and habitat management.
3. Publish and distribute peer-reviewed scientific and technical information of high quality addressing broad issues of bear ecology, conservation, and management.
4. Encourage communication and collaboration across scientific disciplines and among bear researchers, managers, conservationists, educators and zoo professionals through conferences, workshops, and newsletters.
5. Increase public awareness and understanding of bear ecology, conservation, and management by encouraging the translation of technical information into popular literature and other media, as well as through other educational forums.
6. Foster the professional growth and development of our IBA's members.
7. Provide professional counsel and advice on issues of natural resource policy related to bear management and conservation.
8. Maintain the highest standards of professional ethics and scientific integrity.
9. Encourage full international participation in the IBA through the siting of conferences, active recruitment of international members and officers, and through financial support for international research, travel to meetings, memberships, and journal subscriptions.
10. Through its integrated relationship with the Bear Specialist Group of the World Conservation Union (IUCN)/Species Survival Commission, identify priorities in bear research and management and recruit project proposals to the IBA Research and Conservation Grants Program that address these priorities.
11. Build an endowment and a future funding base to provide ongoing support for IBA core functions and for the IBA Research and Conservation Grants Program.
12. Support innovative solutions to bear conservation dilemmas that involve local communities as well as national or regional governments and, to the extent possible, address their needs without compromising bear conservation, recognizing that conservation is most successful where human communities are stable and can experience benefits from conservation efforts.
13. Form partnerships with other institutions to achieve conservation goals, where partnerships could provide additional funding, knowledge of geographical areas, or expertise in scientific or non-scientific sectors.

Section 5. Composition

The IBA shall be composed of individuals dedicated to bear conservation through research, science based management, and education regardless of race, sex, religion, politics, or nationality.

Section 6. Official Language

English shall be the official language of all IBA proceedings and newsletters.

Article II. Membership

Section 1. Memberships

Members are those who pay yearly dues. However, at the discretion of the Secretary in accordance with policies developed by the IBA Council, which serves as the Board of Directors, complimentary memberships may be provided to key

individuals involved in bear research or management who reside in countries where membership dues are less affordable for wildlife professionals or for other purposes to further the goals of the IBA.

Section 2. Voting Eligibility

All members who have paid yearly dues or are issued complimentary memberships are eligible to vote.

Section 3. Dues

The annual dues rates and structure shall be approved by a majority vote of the Council as required to meet the financial needs of the IBA. Dues shall be payable on a calendar year basis.

Section 4. Privileges

All members shall be entitled to vote in elections or on bylaw amendments and resolutions, and to hold office. Members may represent the IBA officially when appointed to do so by the Council or the President in lieu of the Council. All members shall receive the quarterly publication of *International Bear News* by mail or electronically. Receipt of IBA's technical journal *Ursus* may be linked to membership type or arranged through separate purchase, dependent upon fee structures set at the discretion of Council for the mutual benefit of members and the IBA.

Section 5. Discrimination

In any of its functions, IBA will not tolerate discrimination against any person on the basis of gender, sexual orientation, race, religion, country of national origin, or professional discipline. A finding by a two-thirds majority vote of Council that any IBA member, contractor or employee is guilty of discrimination or sexual harassment will be cause for appropriate disciplinary action.

Section 6. Non-Voting Membership

The Board of Directors, in its discretion, may create non-voting memberships on such terms and conditions as may be set out in policies adopted by the Board of Directors, provided that those Policies are otherwise consistent with these Bylaws.

Section 7. Code of Ethics

IBA members are expected to adhere to the highest standards of ethics in working to achieve bear conservation—locally, regionally, or globally. Members are expected to strive towards accomplishing IBA's purposes, goals and objectives through commitment to excellence in bear conservation, while maintaining accountability, transparency, integrity, honesty, and responsible stewardship of resources important to bears.

Article III. Organization

Section 1. The Council

In order to carry out its objectives, the IBA shall be governed by a Board of Directors called the Council. The Council shall consist only of volunteers. To the greatest extent permitted by law, "Good Samaritan" laws and principles apply and Council and its members shall not be legally liable for any actions related to activities of the IBA. Council members shall discharge his or her duties (1) in good faith; (2) with care an ordinarily prudent person would exercise under

similar circumstances; and (3) in a manner that will be in the best interest of achieving IBA's goals and objectives for bear conservation.

Section 2. Composition

The Council shall be composed of the five officers named in Article IV: President, Vice President–Americas, Vice President–Eurasia, Secretary, and Treasurer; and five non-officer Councillors, all elected by the membership of the IBA. The past President shall occupy an additional Council seat unless he/she is elected to another office in which case six Council members will be elected by the membership. The IBA recognizes that when regional representation is inadequate, the Council may appoint up to two (2) additional voting members in the interest of achieving better representation and more knowledgeable input for international concerns of bear conservation. The officers will conduct much of the business for the Council and the Association.

Section 3. Quorum

Two-thirds of the Council membership shall constitute a meeting quorum for the transaction of Council business when meeting at any conference or workshop.

Section 4. Duties

Council business will be conducted at meetings in conjunction with IBA conferences or workshops. With the exception of such meetings, because Council members reside around the world where time zones make it difficult to communicate simultaneously by teleconference, most business will be conducted by email. The Council shall enact policies and procedures to further the objectives of the IBA as stated in Article I, Section 2, but must comply with Article VII. The Council shall, by majority vote of a quorum, fill vacancies for unexpired terms in its membership; develop further objectives and policies of the IBA; organize the structure and function of all publications; and recommend changes in the IBA to the members. The Council shall be responsible for actions taken by the IBA on public issues. The Council may be responsible for writing, proposing and amending the IBA Bylaws, and for presenting them to members of the IBA for approval, subject to Article VIII.

Section 5. Transparency and Accountability

To provide for transparency of Council actions that relate to IBA's goals, objectives, or programs to achieve bear conservation, Council decisions and policies will be reported to association members through IBA's serial publication, *International Bear News*, or on the IBA website. The Secretary will maintain a record of all Council decisions or policies.

IBA will make information about its operation, governance, finances programs and activities widely available to IBA members during member meetings at conferences, on the IBA website, or in *International Bear News*.

An accounting of IBA's achievements and progress towards bear conservation around the world will be provided on a quarterly basis in *International Bear News* and on the IBA website. A similar evaluation and review of progress in implementing IBA's mission, programs, and activities will be presented at all members' meetings, to make sure that they advance the state of bear conservation and make prudent use of IBA's resources.

Section 5. Conflict of Interest

All potential conflicts of interest, or the appearance of conflict of interest, between the interests of IBA and personal interests of any Council member will be avoided or appropriately managed through disclosure, recusal or other means. A signed statement disclosing any such potential conflict of interest is required before a Council member takes office and at the beginning of each calendar year that the member serves in that capacity. No punitive action will be taken against any IBA member who reports violations of any IBA Bylaw, policy, goals or objectives by a member of Council.

Section 6. Compensation for Council Members

Council members will serve on a voluntary basis without compensation, other than reimbursement for expenses incurred to fulfill Council duties. In the event that a Council member applies for a travel grant to attend an event or to give testimony critical to bear conservation or to IBA, the same stipulations and limitation that apply to any members for dispersal of travel grants will apply. No loans of IBA funds to any Council member is allowed.

Article IV. Officers

Section 1. General

The Officers shall be elected by the membership. The officers shall conduct and implement the policies and actions of the Council and the IBA.

Section 2. The President

The President shall preside at all meetings of the Council and the Membership. In the event that the President is absent or unavailable, the presiding officer shall be as described in Article IV, Sections 3 and 4. The presiding officer shall appoint all committees, including those established by the Council, and shall be the spokesperson for the IBA, except when others are appointed as spokespersons by the Council.

Section 3. The Vice-Presidents

There shall be two Vice-Presidents: Vice President–Americas and Vice President–Eurasia. The two Vice-Presidents shall be assigned to aid the President and will be under the direction of the President. When the President is absent, the Vice Presidents shall usually alternate acting as presiding officer, unless by a vote of Council, the location of the IBA function makes it more appropriate that a specific Vice President presides.

Section 4. The Secretary

The Secretary shall be responsible for recording the minutes of all meetings, maintaining a file of all past minutes and newsletters, maintaining summary files of issues and actions brought before Council, receiving and tabulating Council and membership votes unless otherwise delegated, receiving membership applications and renewals, maintaining the membership data file, generating mailing labels for newsletter distribution, selling and distributing IBA proceedings, acting as primary contact for questions regarding IBA, maintaining all non-financial records, coordinating Council input on IBA's web site including making suggestions for additions or improvements, and ensuring that two copies of all new IBA publications are added to both of the official IBA archive collections at the University of Montana and University of Tennessee. The secretary may delegate or contract some of the duties to others with the concurrence of the President. He/she shall report to the President on these matters and will be

subject to the instruction of the President. In the absence of the Secretary, the President may appoint other Council members to fulfill specific roles. The Secretary shall preside when the President and Vice-Presidents are absent.

Section 5. The Treasurer

The Treasurer shall be responsible for all funds of the IBA. The Treasurer shall keep accurate books concerning expenditures and receipts of IBA's funds, maintain the IBA checking account, handle investments, pay bills, receive payment for dues and publications, process credit card payments, arrange for preparation and filing of tax returns, maintain the IBA's US tax-exempt status, issue checks to selected projects as directed by the Chair of the IBA's Research and Conservation Grants Committee, maintain all financial records, and bill for page charges for IBA's journal, *Ursus*, as needed. To provide oversight and security of the IBA treasury, records of monthly income and expenses will also be provided to the IBA Secretary, and an annual accounting provided to all members of Council. The Treasurer will follow IBA Bylaws and Council policies for payment or reimbursement of expenses are incurred by anyone conducting Council-approved business or travel on behalf of IBA. An accounting of such expenses will be made available to all Council members and be included in the Treasurer's report at periodic members' meetings. In order to maintain IBA's non-profit, tax-exempt status in the US, the Treasurer must be a US citizen. The Treasurer may delegate or contract some of the duties to others with the concurrence of the President. The Treasurer and President will arrange for an audit of the IBA's financial records following completion of his/her term and will make this audit available for review by members at IBA membership business meetings.

Section 6. *Ursus* Editor(s)

The editor(s) of the IBA's journal, *Ursus*, shall be selected by the Council and appointed by the President. The editor(s) shall serve with the concurrence of the Council. The editor(s) will be an ex-officio member(s) of Council without voting privileges, and will act as an advisory to Council in publication matters. Editors may overlap in their terms of office.

Section 7. The Newsletter Editorial Staff

The managing editor of the newsletter, *International Bear News*, shall be selected by the Council and appointed by the President and shall be responsible for preparing and mailing the IBA's quarterly newsletter, *International Bear News*. The managing editor shall select additional staff as necessary, subject to appointment by the President and concurrence of the Council.

Article V. Procedures

Sturgis' Rules of Order will be used unless they conflict with the IBA's Articles of Incorporation or these Bylaws.

Article VI. Elections

Section 1. Elections

The election of President, Vice President (Americas), Secretary, Treasurer and three Councillors, will occur approximately every three years, in conjunction with the regularly-scheduled triennial Americas Conference. Election of Vice President (Eurasia) and two Councillors, will occur approximately 1 year after the Americas

Conference, typically in conjunction with the normally scheduled Eurasia Conference. In the event that problems occur that will not allow holding conferences on this schedule, elections will nevertheless continue on an approximately three-year cycle.

Section 2. Nominations

Six months prior to the conference held in the Americas, the President shall appoint a Nominating Committee. The Nominating Committee shall provide the Secretary with the names of at least one and usually two regular members as nominees for each office and at least one name for each Council seat to be filled in the upcoming election, as specified in Section 1 of this Article. Incumbent officers may be renominated for the Council, subject to Section 3 of this Article. The Nominating Committee's list of nominees will be provided to the Secretary in time to allow publication in an issue of International Bear News prior to election. The Secretary will compile the list of nominees received from the Nomination Committee along with any additional nominations. Additional nominations will be accepted by postal mail or email from any member up until 65 days prior to the conference. Any nominator must certify that nominees are members, have agreed to run for office, and have agreed to serve if elected. All nominations received will be placed on a ballot and circulated to IBA members in the Newsletter, by mail, by email or on the IBA webpage. Similar procedures will be followed for councillors or officers elected in conjunction with conferences held in Eurasia. In the event that circumstances do not allow an election to be held on schedule in conjunction with a conference, Council will set a date for election to comply with the 3-year terms as described in Section 4 of this Article.

Section 3. Balloting

The election of all members of Council shall be by mail or internet ballot. Ballots will be provided in a Newsletter, in a separate mailing, or via secure internet before the appropriate Conference. Ballots will be accepted by the Secretary or other presidentially appointed official until Midnight GMT the day before the opening of the next conference or, in the event that a conference is not held on schedule, at a date selected by Council. Ballots will be accompanied by candidate statements which may be subject to length limitations. At the IBA meeting, members of the Nominating Committee who are present, or other members appointed for this purpose, will open and tabulate all paper ballots in addition to those received electronically by the Secretary. The nominee receiving the largest number of votes for each office shall be elected. The five (six) Council nominees with the largest number of votes shall be elected to Council. In the event of a tie, the presiding Council shall immediately vote by secret ballot to decide the winner. The results of the election shall be reported at the opening of the business or members meeting at the conference and in the first Newsletter following the election. In the event that a conference is not held on schedule, election results will be announced in the next newsletter following the election and on the IBA website.

Section 4. Tenure of Office

All elected members of Council shall be installed at the business meeting held in conjunction with an Americas or Eurasian conference. The Vice President (Eurasia) and two elected Councillors shall be installed at the Eurasian conference; all other elected Officers and Councillors will be installed at the conference held in the Americas. All elected Officers and Councillors and the past president shall serve a term of approximately 3 years, usually until at the next

triennial conference, subject to Sections 2 and 3 of this Article, but in any event until their successors are chosen. All elected Officers and Councillors are limited to two consecutive terms in a particular office.

Section 5. Vacancies

Vacancies within the Council that may occur during the 3-year term between conferences shall be filled from the membership by a majority vote of a plurality of Council, or at the Council's discretion, a special election may be held instead. The new Council member shall serve the balance of the term to which their predecessor was elected.

Article VII. Periodic Meetings

Section 1. Date and Place

Periodic conferences and associated general membership meetings shall be set by the Council. Conference organizers are expected to follow IBA Conference Guidelines and communicate progress regularly with Council.

When choosing Conference dates and locations, the Council shall consider both a) the regional make-up of the membership and b) how conference siting can positively influence bear conservation in host locations. Selection criteria for conference locations and times will be flexible, but generally there will be two conferences every 3 years with conferences alternating between the Americas and Eurasia. In addition, Council may sponsor additional conferences in "off years", when viable proposals have been received from potential host countries and Council feels that such conferences would further the goals of IBA around the world.

In addition to general conferences, Council may at any time choose to sponsor or provide various types of support for other workshops and meetings. These are typically narrower in scope than general conferences, focusing on specific topics, species, or regional issues relating to bear conservation, research, and management.

Section 2. Notice to Members

Notice of the specific time and place of the periodic IBA meeting (Conference) shall be sent to the members not less than 1 year prior to the meeting. This shall be the Secretary's responsibility. The general time and place will be selected at least two years in advance.

Article VIII. Bylaws and Resolutions

Section 1. Bylaws

The workings and organization of the IBA shall be governed by these Bylaws. Copies of the Bylaws shall be available on the IBA website or to any member upon request to the Secretary.

Section 2. Amendments to the Bylaws and Resolutions.

Resolutions or bylaws amendments may be submitted by any IBA member during the IBA business meetings or to the president at any time. Proposed resolutions or bylaws changes will be published in the Newsletter and/or sent to members by email to provide for discussion and to ask members to submit viewpoints. Representative viewpoints which are submitted to the Secretary in a timely

manner and subject to length limitations, will be published in the following newsletter, distributed to members by mail or email, and/or posted on the IBA website. Ballots for the resolution or bylaw change will be provided with the newsletter that includes the representative viewpoints, by separate mailing, or via Internet. Passage will require that at least 10% of members cast ballots and at least 2/3 of those vote in favor of the measure.

To accommodate resolution of important issues in a timely manner that is not specifically addressed in the Bylaws, the Council may, by a two-thirds vote, establish interim Bylaw amendments, that will remain in effect until ratified or rejected by member ballots. Such interim amendments must be published in the next Newsletter or distributed to members by mail or email and be ratified by a two-thirds majority of votes cast by at least 10% of members eligible to vote. To facilitate open discussion by members, on proposed amendments to IBA Bylaws or proposed IBA Resolutions, representative viewpoints of members, if available in a timely manner, will be posted on the IBA webpage, *International Bear News*, or distributed to members by other means. In order to be counted, ballots must be received by the Secretary within 30 days of distribution of representative viewpoints to members.

Article IX. Publications

Section 1. Publications

The IBA shall issue an annual journal, titled *Ursus*, which includes those papers submitted at conferences that are reviewed by peers and accepted by the appropriate IBA editor(s). In addition, at the discretion of the editor(s) and Council, a policy may be adopted to allow inclusion of additional peer-reviewed papers in the journal that are submitted to the editor(s) but not presented at conferences. The IBA shall also publish a serial Newsletter, titled *International Bear News*, that reports on IBA and Affiliate group news, scientific articles, current literature, conservation problems, educational issues and research.

Section 2. Publication Staff

The Editor(s) of the journal, *Ursus*, following guidelines from the Council, shall be responsible for all matters relating to publication of manuscripts submitted at conferences or submitted during their tenure; e.g., updating publication guidelines provided-by the Publications Committee, selection of referees and sections editors, and drafting of additional staff as appropriate. The Newsletter Managing Editor shall be responsible for all matters relating to publication of *International Bear News*.

Section 3. Funding

The funding of IBA publications shall be directed by the Council; normally a Conference fund-raiser may be selected. Contributions to IBA bear conservation funds, projects, or other programs must be used for the purposes described in any relevant solicitation materials, in the way specifically requested by the donor, or in the manner that reflects the donor's intent. Donors will be provided with a clear accurate acknowledgment of charitable contributions that will facilitate any relevant compliance with tax law requirements. No gifts will be accepted that compromise bear conservation or the ethics, financial circumstances, or objectives of IBA.

IBA will respect the privacy of individual donors, and except where disclosure is required by law, and will not sell or otherwise make available the names and contact information of its donors without providing them an opportunity at least once a year to opt out of the use of their names.