



# **CONSTITUTION OF THE WILDLIFE DISEASE ASSOCIATION**

*Approved by the membership January 24, 2022*  
For implementation beginning February 1st, 2022.



# CONSTITUTION OF THE WILDLIFE DISEASE ASSOCIATION

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**As of approval on January 24, 2022**

## **ARTICLE I. NAME AND MISSION**

**Section 1:** The name of this organization shall be the Wildlife Disease Association hereafter referred to as the Association.

**Section 2:** The mission of the Wildlife Disease Association is to promote healthy wildlife and ecosystems, biodiversity conservation, and environmentally sustainable solutions to One Health challenges.

## **ARTICLE II. MEMBERSHIP**

**Section 1:** Persons interested in accomplishment of the mission of the Association may become members by payment of current dues to the current Association business office.

**Section 2:** The Council shall establish the categories of membership and shall determine the dues and rights and privileges of each category of membership.

**Section 3:** The Council may also establish membership subdivisions entitled "Sections" for members who have common scientific interest or common geographic areas and who desire to establish a Section. The Council shall determine rules governing the establishment and operation of Sections and Student Chapters.

## **ARTICLE III. OFFICERS AND COUNCIL**

**Section 1:** The Officers of the Association shall be a President, Vice-President, Secretary, and Treasurer.

**Section 2:** The government and operation of the Association shall be vested in a Council.

**Section 3:** The Council shall consist of the President, Vice-President, Secretary, Treasurer, Past President, seven Members-at-Large (i.e., six regular members and one student member), the Editor-in-Chief of the Journal of Wildlife Diseases and the Chair of each Section according to the rules governing Sections. Two regular Members-at-Large shall be elected annually. The Student Member-at-Large will be elected biennially. Should any elected member of Council, for any reason, be unable to fulfill Council membership obligations, the remaining period of their term

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shall be served by an elected substitute. In case of Section Chairs, the substitute will be elected by the respective Section members. In case of all other Council members, replacement will be elected by existing members of Council and Officers. If a Section Chair cannot attend a meeting of Council, the Chair can be temporarily replaced by another elected officer of that Section who is able to attend the meeting and who will be granted the same rights and obligations in Council as their Chair. While the temporary Chair/Council replacement does not require pre-approval from Council, the Chair shall inform the WDA President in advance should this replacement be needed. All members of Council shall be members of the Association.

**Section 4:** The Officers and Council Members-at-Large shall be elected by anonymous ballot prior to the Annual International Conference of the Association. In balloting for Officers and Student Member-at-Large, the person receiving the highest number of votes shall be elected. In balloting for regular Members-at-Large, the two persons receiving the highest number of votes shall be elected. In the event of a tie in the votes for any elected position, the selection shall be made by a majority of Council. The official terms of all Council members (except the JWD Editor-in-Chief) begin at the close of the Annual International Conference. The President, Vice-President and Student Member-at-Large shall serve terms of two years and be ineligible for immediate reelection to their respective offices. The Secretary, Treasurer and regular Members-at-Large each shall serve terms of three years. The Past President shall continue as a member of the Council for two years after the end of their term as President.

**Section 5:** The Council is empowered to act on all matters pertaining to the Association, except as otherwise provided by the Constitution and Bylaws. Actions shall be decided upon by majority vote of the Council. In cases where there is an even number of Council members (excluding the President), and there is a tie vote on a matter, the WDA President will cast the deciding vote.

**Section 6:** The Council may acquire and hold, either in its name or in the name of its nominee, any property or other assets suited to further the interests of the Association.

## ARTICLE IV. MEETINGS

**Section 1:** An Annual International Conference of the Association shall be held at such time and place as determined by the Council.

**Section 2:** The President shall call a Council meeting to be held at each Annual International Conference of the Association and have the power to call additional meetings of Council at any time. Council may establish and vote on motions between Annual International Conferences via online meetings or e-business.

**Section 3:** Members of Council shall make all necessary arrangements to participate in each Annual International Conference.

**Section 4:** WDA Geographic Sections should strive to hold a meeting every two years and may meet more often as they deem appropriate. Section Chairs must notify Council of the time and place of those meetings at times specified in the bylaws.

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## ARTICLE V. FINANCES

**Section 1:** Annual dues shall be payable in advance on or before the first day of January. Failure to pay dues will result in suspension of membership. A late renewal fee may be imposed as determined by the Council.

**Section 2:** Auditing. Financial records of the Business Managers, Treasurer, other Officers, or staff shall be audited at minimum of every three years by a Public Accountant or an Auditing Committee of three members as determined by the Council.

**Section 3:** The Association shall be a nonprofit organization with funds expended only in support of the mission as stated in Article 1, Section 2.

**Section 4:** The President and Treasurer of the Association are authorized to sign checks for the Association.

## ARTICLE VI. PUBLICATIONS

**Section 1:** The Association may sponsor publications that further the mission as stated in Article I, Section 2.

**Section 2:** The Council shall be authorized to appoint editors and editorial boards as necessary.

## ARTICLE VII. AMENDMENTS

**Section 1:** An amendment to this Constitution may be proposed by any member, by letter addressed to the Secretary, who shall submit such proposals to the Council for consideration and vote.

**Section 2:** Any proposed amendment of the Constitution that a majority of the Council deems worthy of consideration shall be submitted to the Association for vote by ballot.

**Section 3:** Any amendment that shall have been proposed and approved for ballot as herein provided shall be adopted if approved by a two-thirds majority of those responding to the ballot within 90 days.

## ARTICLE VIII. DATE OF EFFECT

**Section 1:** This Constitution shall be adopted as in full force and effect following its approval by two thirds of the ballots returned by the general membership, from the date indicated in the revision draft put before the membership for approval.

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## ARTICLE IX. DISBURSEMENT OF FUNDS

**Section 1:** Upon dissolution of the Association, all funds, assets, and property shall be given as an outright donation to one or several not-for-profit organizations promoting research on natural resources, wildlife conservation, wildlife diseases, or ecosystem health. The Council of the Association shall elect the recipient organizations(s) as its last official action.

## ARTICLE X. BYLAWS

**Section 1:** The business of the Association is to be conducted in accordance with the duly approved Bylaws.

## ARTICLE XI. CHARTER OF VALUES

**Section 1:** The business of the Association is to be conducted in accordance with the duly approved Charter of Values.

## ARTICLE XII. CONTRACTED STAFF

**Section 1.** The Association contracts a JWD Editor-in-Chief and an Executive Manager both of whom receive an annual compensation and are allocated an operations budget. The remuneration of these contractors is reviewed on a schedule agreed upon between the contractors and the Association, and fee adjustments are subject to approval by Council. Council can at its discretion approve other contracted staff without it requiring the change of this article.

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