

CONSTITUTION
of the
WASHTENAW AUDUBON SOCIETY, INC.

Laws

ARTICLE I NAME
The name of this corporation shall be the Washtenaw Audubon Society, Incorporated.

ARTICLE II PURPOSE
The purpose of the Washtenaw Audubon Society, Incorporated, shall be: To promote the conservation of wildlife and natural beauty in all possible ways, ~~with a particular focus on birds~~; to cooperate with other organizations whose aims correspond to those of this corporation; to develop and maintain a conservation program for the youth and adults of the community.

ARTICLE III MEMBERSHIP
Any person interested in the purpose of the corporation shall be eligible for membership. Active members shall be entitled to all privileges of voting, holding office, and receiving publications. Classes of membership ~~can include~~ Household, Student, Senior, Patron, Life (individual), and Life (couple).

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ARTICLE IV ORGANIZATION
Section 1 The officers of the Washtenaw Audubon Society, Incorporated, shall be a President, a Vice-President, a Secretary, and a Treasurer.

Section 2 There shall be a Board of Directors composed of the officers of the corporation, the immediate past president, the ~~various committee~~ chairs, and the member-at-large. The President shall serve as the presiding officer of the Board.

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Section 3 All officers of the corporation shall be elected by secret ballot at the annual meeting. Members who do not expect to attend the annual meeting but who desire to vote may obtain a ballot from the Secretary. The member must return this ballot to the Secretary prior to the start of the ballot count at the meeting. Officers shall assume offices at the annual meeting and shall serve for a period of ~~two years~~. They shall be eligible to succeed themselves.

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Section 4 Vacancies in offices shall be filled by vote of the Board of Directors. Vacancies on the committees shall be filled by the President.

ARTICLE V MEETINGS
The Annual Meeting shall be held before the end of the fiscal year for the installation of officers and the submission of annual reports. In addition, the President may call any number of General Meetings.

ARTICLE VI QUORUM
A quorum for a General Meeting shall consist of 5% of the Active Members.

ARTICLE VII AMENDMENTS
Amendments to this constitution may be presented to any General Meeting, provided that notice of the proposed amendment has been previously ~~published and sent~~ to all Active Members at least two weeks prior to the meeting. A favorable vote of 2/3 of the Active Members present at the meeting is necessary for ratification.

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ARTICLE I DUTIES OF OFFICERS
Section 1 The President shall be the chief executive officer, and shall call and preside at all meetings of the corporation and Board of Directors. The President shall call the Board of Directors into meeting as necessary. The President may ask any member of the corporation or any other person not a member of the corporation to attend any Board of Directors meeting. The President shall be the final custodian of complete sets of the minutes, the financial reports, and the newsletters.

Section 2 The Vice-President shall assume the duties of the President in the absence of the President. The Vice-President shall be concerned with the publication of the ballots or any other publications to be sent to the members. The Vice-President shall select two other members to serve as a committee to conduct an annual audit for the corporation.

Section 3 The Secretary shall act as secretary for the corporation and Board of Directors, and shall keep complete records of all meetings. The Secretary shall also notify the appropriate persons of the meetings of the corporation and the Board of Directors. The Secretary shall also receive the voted ballots or any returned questionnaires. Upon completion of the term in office, the Secretary shall turn over to the President a complete set of the minutes taken during that term.

Section 4 The Treasurer, ~~along with the Membership Chair~~, shall collect dues from the membership and ~~the Treasurer~~ shall hold for the corporation any other funds earned or bestowed upon the Washtenaw Audubon Society, Incorporated. The Treasurer shall be authorized to make payments from the treasury on such bills as are approved by the President and the Board of Directors. The Treasurer shall be required to make semi-annual statements of receipts and disbursements to the Board of Directors, and an annual statement of account to the membership at the Annual Meeting. The Treasurer shall arrange with the bank for the signing of checks on the corporation's ~~accounts. The Board shall designate a second board member to sign checks on the corporation's~~

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~~accounts.~~ The Treasurer shall issue a receipt for all ~~donations, as required by law.~~ Upon completion of the term in office, the Treasurer shall turn over to the President a complete set of financial reports given during that term.

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ARTICLE II

DUTIES OF THE BOARD OF DIRECTORS

The duties of the Board of Directors shall be to consider, promote, and transact all business of the Washtenaw Audubon Society, Incorporated. Major policies recommended by the Board of Directors shall be submitted to the membership of the corporation for approval before they are put in effect. This shall be by notice and ballot, ~~and communicated~~ to the members.

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ARTICLE III

COMMITTEES

Section 1

There shall be committees ~~responsible for focus areas that are important to the organization.~~ ~~These can include:~~ Education, Field Trips, Membership, Nominating, Programs, Conservation, Newsletter, ~~Technology/Social Media,~~ and Stewardship. The President shall appoint a chair to each of these committees, and may appoint additional members. A person is not precluded from chairing more than one committee, and an officer is not precluded from chairing a committee. Special committees may be appointed with approval by the Board. The President shall also appoint a member-at-large to the Board of Directors and a delegate ~~to the Michigan Audubon Society.~~

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Section 2

The Education Committee shall be responsible for ~~providing educational opportunities for the membership in matters of interest~~ to the Society.

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Section 3

The Field Trips Committee shall consist of at least one member and shall be responsible for planning ~~and publicizing~~ field trips and supplying leaders for them.

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The Membership Committee shall be responsible for recording memberships in the Society, receiving payment of dues, ~~transferring to the~~ Treasurer, and maintaining the membership roll.

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Section 5

The Nominating Committee shall consist of an uneven number of members and be responsible for the submission of a slate with at least one candidate for each office to the members at the last regular meeting prior to the annual meeting. No person who has not consented to serve shall be nominated. At this meeting prior to the Annual Meeting, members may make additional nominations from the floor, and these names will be added to the slate for voting at the Annual Meeting. The ballot shall include these additional nominations, and also a blank line under each office for write-in votes. The Secretary shall see that the slate including additional nominations, if any, is sent to the members at least two weeks before the Annual Meeting.

Section 6

The Program Committee shall consist of at least one person and shall be responsible for arranging ~~and publicizing~~ programs at Society meetings.

Section 7 The Conservation Committee shall be responsible for alerting the membership to conservation problems, potential legislation relating to them, and recommending possible action by the Society or individual members to solve them.

Section 8 The Newsletter Editor (Chair of the Newsletter Committee) shall be responsible for writing, editing and publishing a newsletter, and sending it to the members. Upon completion of the Newsletter Editor's term in office, the President shall be furnished with a complete set of the Newsletters published during the Newsletter Editor's term in office.

Section 9 The Stewardship Committee shall be primarily responsible for the maintenance and oversight of the corporation's properties. It may also be responsible for obtaining information relative to possible land acquisition and report this information to the Board of Directors. Should the Board desire further action, it shall direct the committee accordingly.

ARTICLE IV DUES AND FISCAL YEAR
Dues shall be set by the Board of Directors. This includes the dollar amount, period covered, classes of membership, and all other related matters. The fiscal year shall run from July 1 to June 30 of the following year.

ARTICLE V QUORUM
A quorum for a Board of Directors meeting shall consist of six members.

ARTICLE VI PARLIAMENTARY AUTHORITY
Roberts Rules of Order, revised, shall be the parliamentary authority for the Washtenaw Audubon Society, Incorporated.

ARTICLE VII AMENDMENTS
These bylaws may be amended by a majority vote of the members at a regular business meeting, or at a special meeting called for that purpose, the text of the proposed amendment having been previously sent to the members.

Approved at the annual meeting of Washtenaw Audubon Society on June 15, 1988.
Revised by the Board and presented to the Members for approval on _____, 2015.

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