

# **BYLAWS OF THE YOLO AUDUBON SOCIETY**

**Approved by the Membership May 19, 2004**

## **Article I: Membership**

Section 1. Any person interested in the purposes of the Society is eligible for membership.

Section 2. Classes of membership shall be the same as those established by the National Audubon Society. In addition, non-members may subscribe to the Society's newsletter and attend field trips, general meetings and other activities sponsored by the Society.

Section 3. Annual dues of membership shall be as established by the National Audubon Society.

Section 4. All classes of members shall enjoy the rights and privileges pertaining to the members of both this and the National Society. The spouse of a student member may participate in all Yolo Audubon Society activities except voting, including serving on committees with the exception of the position or committee chair that of an officer of the society.

Section 5. Membership dues shall be payable at the time of application and shall be effective from the date of election.

Section 6. Should renewal of membership dues not be paid within six months after the time they are payable, a member so in default shall be dropped from the rolls at their next revision.

## **Article II: Meetings**

Section 1. Regular meetings of the Society shall be held each month from September through May.

Section 2. The annual meeting of the society shall be held in May at which time new officers will be installed and take office.

Section 3. Fifteen (15) members in good standing shall constitute a quorum for the transaction of business at any duly called regular or special meeting.

Section 4. Special meetings may be called by the President, or pursuant to a resolution of the Board. Ten days written notice of such special meeting, stating objectives thereof, shall be given each member at his or her last known post office address.

## **Article III: Board of Directors**

Section 1. The control and conduct of business of the Society shall be vested in its Board of Directors. The Board shall determine the policies of the Society. The Board shall include the officers, chairs of Standing Committees, and up to three Members-at-Large.

Section 2. Regular meetings of the Board shall be held at least five times each year, and are ordinarily held each month from September through June.

Section 3. A majority of the Board shall constitute a quorum at any meeting.

Section 4. Special meetings of the Board may be called by the President or upon the request of the majority of the Board.

## **Article IV: Officers**

Section 1. The elected officers of the Society shall be a President, a Vice-President, a Secretary, and a Treasurer. The President shall hold office for a two year term, and shall not serve two terms consecutively. All other officers shall serve for one (1) year terms, without limit on the number of consecutive terms.

Section 2. A vacancy in the office of the President or in any other office or chair position shall be filled by the majority vote of the Board of Directors to hold office until the next annual meeting at which time the vacancy shall be filled in the regular way.

Section 3. The President shall be President of the Society, Chair of the Board of Directors, and an ex-officio member of all committees and shall perform all other duties associated with the Office of President.

Section 4. The Vice-President shall assist the President in carrying out the duties of the President's office and shall preside at all meetings in the absence of the president.

Section 5. The Secretary shall keep a record of all proceedings of the Board and the Society.

Section 6. The Treasurer shall: Have custody of the Society's funds; shall disburse the funds as may be ordered by the Board; shall report to the Board of Directors at its regular meetings, or as requested; and will prepare an annual report on the financial condition of the Society for transmission to the National Audubon Society.

Section 7. Checks and drafts of the Society may be signed by the Treasurer, President, or Vice-President. Two signatures shall be required for all disbursements of \$300 (Three Hundred Dollars) or more.

Section 8. The Board shall develop and maintain policies and procedures to ensure appropriate financial practices of the Society.

## **Article V. Nominating Committee**

Section 1. The Board of Directors shall annually appoint, prior to February 15, a Nominating Committee to consist of not less than three (3) members. The names of the members of the Nominating Committee shall be made known to the membership of the Society, and suggestions for nominations for officers may be submitted to the Committee by any member of the Society. Members of the Nominating Committee shall serve for terms of one year, and no individual shall serve for more than three consecutive terms.

Section 2. The Nominating Committee shall nominate candidates for officers, committee chairs, and Members-at-Large to succeed those whose terms of office expire. Its report shall be presented to the membership at a regular meeting one month prior to the Annual Meeting.

Section 3. Nothing herein contained shall prevent nominations of officers from the floor at the time of the meeting at which elections are to be held however, for all nominations from the floor, the consent of the nominee must be obtained either verbally if the nominee is present at the meeting or in writing if the nominee is not present.

## **Article VI: Elections**

Section 1. The election of officers and directors shall take place at the Annual Meeting. New officers and directors shall assume their responsibilities on June 1.

Section 2. Officers presented by the Nominating Committee shall be elected by a voice vote of the membership present at the Annual Meeting, or by motions of the membership instructing the Secretary to cast a unanimous ballot in favor of the recommendations presented by the Nominating Committee: Provided, however, if there is more than one candidate for any office, the elections to such office shall be by ballot, with the winner receiving a majority of the ballots cast.

## **Article VII: Committees**

Section 1. The Membership shall elect chairs of Standing Committees, who in turn may select their own committee members. Terms of office shall be for one year or until their successors are appointed.

Section 2. The President, with the approval of the Board of Directors, may appoint Special or Task Force Committees whose terms of office will be determined by the length of the assignment to be done.

Section 3. Standing committees of the Society may be as follows, and other such Committees as become necessary to carry out the functions of the society.

### **MEMBERSHIP COMMITTEE**

The Membership shall elect a Membership Chair. It shall be the duty of this committee to maintain the membership records of the Society, and to cooperate with the Membership Department of the National Audubon Society by such measures as obtaining lists of names and addresses of potential members residing within the allotted territory of this society. It shall also be the duty of this committee to conduct membership campaigns and to attempt to obtain the continuing membership of those who have become delinquent in the payment of their dues.

### **PROGRAM COMMITTEE**

The Membership shall elect a Program Chair. It shall be the duty of this committee to make all plans and arrangements for the regular meetings of the society, and it shall promote interest and appreciation through lectures, discussions, and meetings.

### **HOSPITALITY COMMITTEE**

The Membership shall elect a Hospitality Chair. It shall be the duty of this committee to plan and conduct such social gatherings of the members, or to provide the social aspects of regular meetings such as refreshments, as may seem desirable to the Board of Directors, and to arrange for the facilities in which such events are to be held.

### **CONSERVATION COMMITTEE**

The Membership shall elect a Conservation Chair. It shall be the duty of this committee to keep informed on local, state, and national government policies and actions affecting the natural environment and the conservation of natural resources, to advise the Board of Directors, and to carry out the policies of the Society. It shall be the duty of this committee to endeavor to coordinate its actions with the policies and activities of the National Audubon Society insofar as conservation measures and policies of national scope are concerned and to keep the National Audubon Society informed of such actions.

### **FIELD TRIP COMMITTEE**

The Membership shall elect a Field Trip Chair. It shall be the duty of this committee to plan, organize, and arrange for the proper conduct of field trips that may be participated in, not only by the members of the society, but by non-members and friends.

### **EDUCATION COMMITTEE**

The Membership shall elect an Education Chair. It shall be the duty of this committee to further the educational services of the National Society; to encourage the schools and colleges of the community to conduct courses in or otherwise stress natural history, ecology, and conservation; to conduct lectures, exhibits, and/or workshops in natural science for members and friends; to develop sponsorship by the local Society Audubon Junior Clubs and through other means to inform and educate the public about the natural environment.

### **PUBLICATIONS COMMITTEE**

The Membership shall elect a Publications Chair, who may also serve as the Editor of the Society newsletter. It shall be the duty of this committee to publish a bulletin or newsletter for the members of the local Society and to prepare any other publications helpful to the ongoing programs of the local Chapter.

### **PUBLICITY COMMITTEE**

The Membership shall elect a Publicity Chair. It shall be the duty of this committee to publicize, through newspaper, radio, TV and other publicity media, the purposes and programs of the Chapter.

## **Article VIII: Commitments**

This Society shall not enter into any commitments binding on the National Society without written authorization by The National Society, nor shall the National Society without written authorization by this society, enter into any commitments binding upon this Society.

## **Article IX: Discontinuance**

This Society may terminate its status as a chapter of the National Society, and the National Society may terminate the status of this Society as a chapter of the National Society, pursuant to procedures set forth in the 2001 Audubon Chapter policy adopted by the National Society's Board of Directors on December 8, 2001.

## **Article X: Parliamentary Authority**

In matters not covered by these Bylaws, Roberts Rules on Order shall govern.

## **Article XI: Amendments**

The Constitution and Bylaws may be amended by a majority vote of members in good standing present at any regular meeting or at any special meeting, regularly called, provided a quorum is present, and provided further that notice of such amendments shall have been mailed to each member of the Society at his or her last known address at least fifteen (15) days before said meeting.