

BY-LAWS OF THE COLLIER COUNTY AUDUBON SOCIETY

ARTICLE I

Name and Affiliation

Collier County Audubon Society (CCAS) is a non-profit, self governing organization associated with Audubon of Florida and National Audubon Society.

ARTICLE II

Purpose

The purposes of this Society are to promote an understanding of and interest in wildlife and the natural environment that supports it and to further the cause of conservation of all natural resources.

ARTICLE III

Membership

Three categories of membership in Collier County Audubon Society are available.

1. *Chapter membership only:* Under this category of membership all dues are retained by the chapter to support its local activities. When the Board deems it appropriate, a portion of these dues may be transferred to Audubon of Florida to support activities benefiting those of Collier County Audubon Society.
2. *National membership:* This category qualifies the member for publications not offered under the Chapter only membership and automatically confers membership in Collier County Audubon Society to those residing in the area. However, Collier County Audubon Society has no control over the proportion of dues dispensed to it by National Audubon Society under this membership option.
3. *Corporate membership:* Corporations and foundations may join Collier County Audubon Society. The minimum dues for this category of membership are \$500. In addition to receiving information on Collier Audubon activities, certain other benefits such as special lectures by Collier Audubon staff may be made available.

Dues for categories 1 and 3 will be periodically revised and established by the Board of Directors of Collier County Audubon Society.

ARTICLE IV

Meetings

Section 1. At least six monthly meetings of the membership shall be held each year. The Board of Directors shall meet monthly but meetings may be cancelled by the president with the concurrence of the Board if there is not enough business to warrant them.

Section 2. The Annual Meeting of the Society shall be held in the Fall.

Section 3. Roberts Rules of Order will govern Board meetings.

ARTICLE V

Board of Directors

Section 1. The control and conduct of the property and business of the Society shall be vested in a Board of Directors, all of whom should be CCAS members in good standing. The Board shall also decide the policies of the Society. Membership of the Board shall include the elected officers and up to nine members at large. Past Presidents shall be members of the board for the immediate two years following the end of their terms. The terms of the nine members at large shall be staggered so that three shall be elected, annually, for three-year terms. Vacancies occurring on the Board may be temporarily filled by the Board until the next annual meeting, when they will be filled by election of the membership.

Section 2. In addition to regular meetings, special meetings may also be held if deemed necessary by the President and a majority of the Board.

Section 3. At all meetings of the Board of Directors, a majority of the directors shall constitute a quorum for the transaction of business, and any action of a majority of the directors present at any meeting at which there is a quorum shall be considered an action of the Board of Directors.

ARTICLE VI

Officers

Section 1. The officers of the Society consist of a President, a First Vice President, a Secretary, and a Treasurer. The officers shall be elected at the annual meeting of members and assume their duties immediately following the close of the meeting. They shall hold office for two years, or until their successors are elected. In case of a vacancy occurring among the officers before the end of the term of two years, the office may be filled for the balance of the term by the Board of Directors.

Section 2. The President shall preside at all meetings of the Society, including meetings of the Board of Directors, and shall supervise all phases of the Society's work in accordance with the general policies of the Board.

Section 3. The First Vice President shall, in the absence or inability of the President, perform the duties of the President and shall be chairperson of one of the committees.

Section 4. The Secretary shall keep a record of all the proceedings of the meetings of the Society and Board of Directors, and shall send notices of meetings when such are necessary, at least one

(Article VI cont'd)

week before each meeting is held. The Secretary shall conduct and preserve correspondence relating to the Society, and perform such other duties as the Board may direct.

Section 5. The Treasurer shall receive and be the custodian of all the moneys of the Society and shall deposit all such funds in the name and credit of the Society in such depositories as may be designated by the Board. The Treasurer shall disburse the funds of the Society as may be ordered by the Board, taking proper vouchers therefore, and shall render to the Board of Directors, whenever they require it, an account of all transactions and of the financial condition of the Society. The Treasurer shall submit a report of the financial condition at the annual meeting of members. The fiscal year will begin July 1 and end June 30.

Section 6. All drafts and checks of the Society will be signed by the Treasurer. In case the Treasurer is, for any reason, unable to sign checks or drafts of the Society, then the President or Vice President may do so.

ARTICLE VII

Financial Review Committee

The Board of Directors will annually appoint a special Financial Review Committee consisting of one or more members of the Society, who are not directors. The Financial Review Committee shall report to the annual meeting upon the character and accuracy of the Treasurer's financial records and reports.

ARTICLE VIII

Nominating Committee

The President shall annually appoint, within one month after the annual meeting, a nominating committee consisting of three members of the Society. The President shall also designate one member as chair of the committee.

Section 1. This committee shall nominate candidates for membership on the Board of Directors to succeed those whose terms of office will next expire. Its report will be presented at the annual meeting. This committee will also nominate candidates for officers of the Society to succeed those whose terms of office expire. Its report will be presented at the annual meeting.

Section 2. In case any member of the Nominating Committee becomes unable to serve, then such committee shall itself fill the vacancy.

ARTICLE IX

Standing Committees

Standing committees are permanent committees, established by the Board, to conduct the fundamental business of the chapter. There shall be appointed, by the President, with the approval of the Board of Directors, a chairperson for each committee, who may select other members to serve on the committee. Each chairperson may or may not be a member of the Board

(Article IX cont'd)

but will be a member in good standing of Collier County Audubon Society. The chairperson will submit reports when appropriate to the Board, either in person or via written report. These committees and their duties shall be:

- I. The Membership Committee shall conduct membership campaigns and maintain a current membership roster.
- II. The Program Committee shall coordinate the general programs of the Society and make all plans and arrangements for the meetings of the Society.
- III. The Field Trip Committee shall organize and arrange field trips.
- IV. The Conservation Committee shall keep the Society informed of conservation developments and legislation and submit recommendations to the Board of Directors for their consideration and possible action.
- V. The Education Committee shall be responsible for the Society's promotion of awareness and understanding of the natural world.
- VI. The Fundraising Committee shall be responsible for developing strategies for fundraising and overseeing their implementation.

ARTICLE X

Amendments

Section 1. These By-Laws may be amended at any regular meeting of the Society by a two-thirds vote of the membership present, provided notice of the proposed amendment has been given at the previous meeting and at least thirty days in advance.

Section 2. All such proposed amendments shall be submitted in writing and signed by at least three members in good standing.