

## **Arizona Field Ornithologists Bylaws**

### **Article I – Name and Mission**

Section 1. Name of the organization shall be Arizona Field Ornithologists (AZFO).

Section 2. AZFO is an organization of birders and ornithologists dedicated to increasing the status, distribution, and identification knowledge of Arizona's birdlife.

### **Article II – Goals**

The AZFO goals shall be 1) To cooperatively encourage the study and dissemination of information about Arizona's birdlife through partnerships with wildlife researchers, academic biologists, and societies and clubs in Arizona. 2) To aid the protection and conservation of birds by collecting and publishing data on the status and distribution of birds in Arizona. 3) To promote interest in and appreciation for the aesthetic, economic, ecological, and scientific value of birds.

### **Article III – Membership**

Section 1. Any person who agrees with the goals of AZFO shall become a member upon application and payment of dues. Memberships will be in the following categories: single, family, student, and organization. All memberships run for a period of 12 months, beginning the month in which dues are received.

Section 2. Membership dues are set at the following rates and can be changed only by vote of the board of directors: a. Regular - \$25.00 b. Student - \$15.00 c. Organization - \$35.00 (e.g., museums, libraries, universities) d. Family - \$35.00 e. Lifetime - \$500.00.

Section 3. All levels of membership have one vote in elections of officers and other members of the board of directors, and all matters covered in general AZFO meetings.

### **Article IV –General Membership Meetings**

Section 1. General meetings of the membership shall be held annually. Additional special meetings shall be held as deemed necessary by the board of directors.

Section 2. General meetings shall be financially self-sufficient through the adjustment of fees to cover the costs directly related to meeting logistics. Costs of meals, lodging, and other expenses associated with special guests shall be covered upon prior approval by the board of directors.

Section 3. The presence of 15 percent of the members eligible to vote shall constitute a quorum for the transaction of elections and other business.

Section 4. Members present at the meeting—including individual and student members, all members covered by family memberships, and one representative from organizational affiliates—shall have a vote. At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers and directors, voting shall be by secret ballot.

#### Article V—Board of Directors

Section 1. The board of directors shall be responsible for managing the activities and business of the organization between annual membership meetings. It shall coordinate the work of standing committees and all ad hoc committees that it may establish.

Section 2. The board of directors shall consist of 11 members, including the officers, the *Arizona Birds* editor, and five additional members elected at the annual membership meeting.

Section 3. Six members of the board of directors shall constitute a quorum, and the meetings shall be held no fewer than two times a year. Chairpersons of standing committees, if not members of the board, shall be invited as guests to all meetings.

#### Article VI—Officers

Section 1. Officers shall be elected by the annual membership meeting and must be members of the AZFO. Officers are president, vice president, treasurer, recording secretary, and membership secretary.

Section 2. Officers and other board members will each be elected for a two (2)-year term, with the term to begin as of the date they are elected and announced at the annual membership meeting. After serving three consecutive terms (in one or any combination of positions), an individual will not be eligible for nomination to any elected office for a period of one (1) year from the conclusion of the last term served. Officers shall receive no salary or compensation, other than reimbursement for reasonable expenses as authorized by the board of directors.

Section 3. Every other year beginning in 2013, the positions of president, recording secretary, membership secretary, and two board members will be open for election, and in alternate years beginning in 2014, the positions of vice president, treasurer, and three board members will be open for election.

Section 4. In the event an officer position is vacated before the end of two years, the president will appoint a successor, pending approval by the board of directors. The vice president will succeed the president in the event he or she is unable to fulfill the two-year requirement.

Section 5. The president will preside at all AZFO meetings, including special meetings, and make decisions pertaining to AZFO business that is not otherwise attended to by other officers, committees, or members. The president may appoint a committee to audit AZFO financial records and submit a report to the board of directors.

Section 6. The vice president shall assume the duties of the president in his/her absence.

Section 7. The treasurer shall collect all dues and receive other funds delivered to AZFO and shall make such disbursements as may be authorized by the board of directors. The treasurer will present to the AZFO at the annual meeting a statement on the financial status of the AZFO detailing all current assets and balances. The treasurer shall sign checks on AZFO bank accounts and pay bills for the AZFO as required.

Section 8. The recording secretary shall keep the minutes of all meetings, attend to official AZFO correspondence, and prepare notices of meetings and agendas. The secretary shall distribute meeting minutes to all members of the board of directors and other interested parties. The secretary shall maintain accurate files pertaining to the AZFO bylaws, formal agreements, and expiration dates of all officers and advise the president when appointments are due.

Section 9. The membership secretary shall maintain member records and lists of members attending and eligible to vote at general membership meetings. The membership secretary shall send notice of when dues are payable and ensure that new members receive all AZFO information they are entitled to.

#### Article VII—Editor

Section 1. Editors of AZFO publications shall be appointed by the board of directors.

Section 2. An editorial committee for *Arizona Birds* shall be appointed by the board of directors and shall be coordinated by the *Arizona Birds* editor.

#### Article VIII – Standing Committees

Section 1. The organization shall have the following standing committees: editorial, field expeditions, nominations, and website.

Section 2. Chairpersons of the committees shall be appointed by the board of directors, and members of the committees shall be appointed by the committee chairpersons.

Section 3. Participation on committees is not restricted by a set time frame. Committee members shall give a minimum of 30 days notice, when possible, to the committee chairperson of their resignation from the committee.

#### Article IX – Amendments

Section 1. Proposed amendments to the bylaws will be submitted to the president in writing. The president will then present the proposed amendment(s) to the board of directors for approval with subsequent publication of the proposed amendment(s) in the proper format to ensure all members have an opportunity to view the proposed amendment(s) prior to voting at the next general meeting.

Section 2. Bylaws can be amended at general AZFO meetings if the proposed amendments are approved by at least a two-thirds majority vote of all members present.

#### Article X – Dissolution

Section 1. The board of directors may adopt a proposal to dissolve the AZFO by a vote of two-thirds of all board members. The board will submit this proposal to the membership for a vote, either at the next general meeting or by balloting by mail or by electronic means, including email,

Section 2. A majority of votes of all members present at the general meeting or voting by ballot is sufficient to dissolve the AZFO.

Section 3. Upon dissolution of the AZFO, the board of directors shall, after paying or making provision for the payment of all liabilities of the AZFO, dispose of all assets exclusively to a qualified tax-exempt organization under tax code section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.