

# CBC Constitution Articles

## Article I - Name

The organization shall be known as the Chequamegon Bird Club, LTD.

## Article II - Purpose

The purpose shall be to promote the study of birds, their habits, food and habitat requirements, to promote human appreciation of birds and other forms of the natural world, to contribute to general knowledge relating to the distribution of birds in ~~North Central~~ Wisconsin and to promote the care and protection of birds in their natural environment.

## Article III - Membership

Any person who is interested in the purposes and objectives of this club is eligible for membership. Membership dues shall be determined by the Executive Committee. **Ordinarily a family membership will consist of two voting members. Exceptions can be made by vote of the Executive Committee upon application of a particular family.** *(restoration of original 1981 language)*

## Article IV - Meetings

- Section 1 - Membership meetings shall ordinarily be held monthly on the third Monday of each month at the time and place established by the Executive Committee.
- Section 2 - The annual meeting of members shall be held on the third Monday of April each year.
- Section 3 - Special meetings of the members may be called by the President or the Executive Committee. Written notice stating the place, day and hour of any special meeting and the purpose or purposes for which the meeting is being called, shall be delivered not less than ten days before the meeting either personally or by mail, **including direct electronic correspondence, (added)** to each member entitled to vote at such meeting.
- Section 4 - Twenty five percent (25%) of all members entitled to vote shall constitute a quorum at any meeting of members. If a quorum is present, the affirmative vote of a majority of the members present at the meeting and entitled to vote on the subject matter shall be the act of the members.

## Article V - Executive Committee

- Section 1 - The business and affairs of the club shall be managed by the Executive Committee, except as may be otherwise provided in the Constitution.
- Section 2 - The Executive Committee shall consist of the officers of the club.
- Section 3 - Meetings of the Executive Committee shall be held as called by the President or majority of the members of the Executive Committee on two days notice.
- Section 4 - The affirmative vote of a majority of the Executive Committee represented at a meeting shall be the act of the Executive Committee.

- Section 5 - The Executive Committee may establish and appoint such committees deemed necessary or advisable in addition to the committees established by the Constitution.
- **Section 6 - The executive committee may approve or deny funding requests for amounts less than or equal to \$150 without a club vote. A unanimous decision of the committee is required. (New section)**

## **Article VI - Officers**

- Section 1 - The officers of the club shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as the members elect. The officers shall be elected at the annual meeting of members and shall hold office for one year or until their successors are elected. Any vacancy occurring among the officers, including a vacancy created by an increase in the numbers of officers, may be filled until the next succeeding annual meeting by the affirmative vote of a majority of the officers then in office.
- Section 2 - The President shall preside at all meetings of the Executive Committee.
- Section 3 - The President shall preside at all annual and special meetings of the club and shall direct and administer the business and affairs of the club as its executive head, and shall supervise all phases of its work, subject to instructions and guidance of the Executive Committee. The President shall appoint all committees needed except the nominating committee, which shall be appointed by the Executive Committee.
- Section 4 - The Vice-President shall assist the President in carrying out his/her duties and shall assume those duties in the absence of the President.
- Section 5 - The Secretary shall keep a record of all proceedings of the club and of the Executive Committee. The Secretary shall send notices of all meetings, conduct and preserve all correspondence relating to the club and perform such other duties as the Executive Committee may direct.
- Section 6 - The Treasurer shall have custody of the club's funds and securities and shall see to the deposit of all monies and securities in the name of and to the credit of the club in such depositories as may be designed by the Executive Committee. The Treasurer shall disburse the funds of the club as may be ordered by the Executive Committee and shall render to the Executive Committee and to the members, as requested, an account of all his/her transactions as Treasurer and of the financial condition of the club.
- Section 7 - All drafts and checks of the club shall be signed by the Treasurer. In case the Treasurer, for any reason, is unable to sign checks or drafts of the club, they may be signed by any other officer.

## **Article VII - Nominating Committee**

- Section 1 - The Executive Committee shall annually elect, not later than the third Monday in December, a Nominating Committee to consist of three members of the club, who are not officers of the club. The names of the members of such Nominating Committee shall then be made known to the members of the club, and suggestions for nominations for officers may be submitted to such Committee by any member of the club.

- Section 2 - The Nomination Committee shall nominate candidates for office to succeed those whose terms of office expire. Its report shall be presented at the annual meeting of members.
- Section 3 - In case any member of the Nominating Committee shall be unable to serve, then such Committee shall itself fill the vacancy.
- Section 4 - Nothing contained herein shall prevent nomination of officers from the floor at the time of the meeting at which election of officers is held.

#### **Article VIII - Amendments**

The Constitution may be amended by a majority vote of the members present at any meeting of the club, provided, however, that notice of such proposed amendments be mailed - **physically or electronically** - (*new*) to each member of the club at his/her last known address at least fifteen (15) days before said meeting.

#### **Article IX - Project Committees** (*Entire section is new*)

**The main goals of project committees are: to promote the study of birds, their habits, food and habitat requirements, to promote human appreciation of birds and other forms of the natural world, to contribute to general knowledge relating to the distribution of birds in Wisconsin and to promote the care and protection of birds in their natural environment.**

**Project proposals and funding requests shall be discussed at club meetings. At the time funding is requested, the proposals will be vetted by club members. If the proposal is time sensitive - unable to be discussed before the next club meeting - AND funds requested are less than \$150, the Executive Committee can approve a request with a unanimous vote outside of a meeting. Otherwise a majority vote at a club meeting shall decide the fate of funding requests. A report shall be presented by a member of the project committee after completion of the project.**

#### **Article X – Disposition of Assets** (*restored from original 1981 constitution*)

**In the event of dissolution of this club, the assets may be transferred to any organization whose purposes are in harmony with the purpose of this club, by vote of the members.**

