

BY-LAWS of the Mc HENRY COUNTY CHAPTER, ILLINOIS AUDUBON SOCIETY

ARTICLE I: NAME

The name of this organization shall be the Mc HENRY COUNTY AUDUBON SOCIETY, a CHAPTER of the ILLINOIS AUDUBON SOCIETY, hereinafter referred to as the CHAPTER.

ARTICLE II: PURPOSE

The purpose of this Chapter shall be to promote appreciation and increase knowledge of wild birdlife and the environment that supports it, and to further the conservation of natural resources. As a Chapter of the Illinois Audubon Society (hereinafter to be referred to as "IAS"), this Chapter shall subscribe to the policies and purposes of said Society.

ARTICLE III: MEMBERSHIP

SECTION 1: Membership in the Chapter shall be open to anyone who subscribes to its purposes, objectives and dues requirements. and who is then encouraged to become a dues-paying member of the IAS.

SECTION 2: The Board of Directors will decide on classes of membership & annual dues.

SECTION 3: Upon payment of annual dues, the member will receive full Chapter benefits and privileges.

SECTION 4: Membership is on an annual basis beginning January 1st with renewals due by January 31st. New members can join any time throughout the year. The Board of Directors may terminate the membership of any member who is in default of payment after March 31

SECTION 5: In order for the McHenry County Audubon Society to qualify as a Chapter of the IAS, a minimum of 51% of its membership shall be members of the IAS, with a minimum of 25 members as IAS members.

ARTICLE IV: MEETINGS

SECTION 1: The dates and meeting places for the regular meetings and field trips shall be set as far in advance as practical, and a suitable schedule of such shall be provided to each member.

SECTION 2: The Annual Meeting of the Chapter shall be held during the month of January.

ARTICLE V: OFFICERS

SECTION 1: All officers shall be members in good standing and shall be elected at the Annual meeting. They shall take office immediately upon election and serve one year terms.

SECTION 2: These officers shall be President, Vice-president, Secretary, Treasurer and Representative to the IAS.

SECTION 3: PRESIDENT: The President shall function as the main officer of the Chapter, preside at all meetings and administer these By-laws. The President shall also prepare an annual report of the Chapter's activities and a list of officers and their addresses for the IAS.

SECTION 4: VICE-PRESIDENT: The Vice-president shall act in the absence of the President and carry out other duties assigned by the President.

SECTION 5: SECRETARY: The Secretary shall keep all non-financial records, keep minutes of the Board meetings and carry on all correspondence of the Chapter.

SECTION 6: TREASURER: The Treasurer shall keep all financial records and handle all financial transactions of the Chapter. The Treasurer shall keep a register of the Chapter membership.

SECTION 7: I.A.S. REPRESENTATIVE: The Representative to the IAS shall attend meetings of the Board of the IAS, represent the views of the Chapter, and report back to the Chapter.

SECTION 8: In the event any officer cannot fulfill the duties of their office, the board may select a replacement to finish that officer's term.

ARTICLE VI: BOARD OF DIRECTORS

SECTION 1: The Board shall consist of the five officers having been elected at the Annual Meeting, the immediate Past President, and up to seven elected members at large. At large members shall be elected to two year terms staggered with 3 elected in odd-numbered years and 4 in even-numbered years.

SECTION 2: The Board is empowered to remove any Director for due cause with a 2/3's vote of the complete board.

SECTION 3: The Board is empowered to fill any vacancies as they arise.

SECTION 4: The Board shall have the power to set policy and approve all expenditures.

SECTION 5: The Board may hold meetings and voting via remote or electronic means.

ARTICLE VII: COMMITTEES

SECTION 1: A nominating committee of at least three members shall be appointed by the President, with the approval of the Board, at least two months prior to the Annual Meeting. This Committee shall consider nominations for the elective officers and any at-large board members, and shall report its recommendations at the Annual Meeting, with the opportunity for nominations from the floor.

SECTION 2: The president may provide for other committees such as but not limited to: Programs, Newsletter, Membership and Field Trips, with the approval of the Board of Directors.

ARTICLE VIII: AMENDMENTS

SECTION 1: These By-laws may be amended by a two-thirds majority vote of members at the Annual Meeting. The Secretary shall see that written notices of the proposed amendments are sent out to all members at least one month prior to the Annual Meeting.

SECTION 2: No proposed amendment shall be in conflict with the By-laws of the IAS.

ARTICLE IX: DISSOLUTION

In event of the dissolution of the Chapter, all assets in excess of liabilities remaining at such time shall be distributed to the IAS or another organization formed and operated for purpose similar to those of the Society.