

# KENTUCKY ORNITHOLOGICAL SOCIETY, INC.

## BYLAWS

### ARTICLE I — MEMBERSHIP

**Section A. Membership** in the Kentucky Ornithological Society, Inc. (hereinafter, the Society, which includes Corporation, as used occasionally in earlier versions of the Bylaws), shall be open to all persons interested in any phase of bird life and shall consist of Regular, Contributing, Life, Student, Family, and Honorary Members.

**Section B. Regular Membership** shall consist of those persons who pay the Regular Membership fee, who desire to cooperate in the work of the Society, and who wish to receive its publications. They are entitled to participate in all the activities of the Society, to vote, and to hold office.

**Section C. Contributing Membership** shall consist of those persons who pay the Contributing Membership fee. They shall be accorded all the privileges and duties of Regular Members.

**Section D. Life Membership** shall consist of those persons who pay the Life Membership fee. They shall be accorded all the privileges and duties of Regular Members.

**Section E. Student Membership** shall include bona fide full-time students. Student Membership may continue as long as the individual satisfies the stated condition. Such members are entitled to all the privileges of Regular Members.

**Section F. Family Membership** shall consist of the head or heads of a family and their children under eighteen (18) years of age who live at the same address and who pay one (1) Regular, or Contributing, Membership fee plus an additional annual fee (see Art. II, Sec. A). All individuals within a Family Membership are entitled to the privileges of Regular Members except they shall collectively receive only one (1) copy of *The Kentucky Warbler* and only one (1) copy of notices of meetings or other information about the activities of the Society; they shall collectively be allowed only one (1) vote at Society business meetings; and only one (1) of the heads of a Family Membership may hold office at any one time.

**Section G. Honorary Membership** may be conferred by the Board upon any business, organization, agency, institution, or individual showing an interest in the work of the Society by contributing to it, in money or other considerations, to assist it in carrying out its various activities. All contributions made under the provisions of this category of membership shall be appropriately recognized, and membership shall continue for the duration of such interest. It requires no regular dues and gives no right to vote or to hold office. Honorary Members are entitled to a subscription to *The Kentucky Warbler* if requested.

**Section H.** The anniversary date of every membership shall be January 1. New memberships shall begin with January of the calendar year in which application and payment is dated, except that a new member whose application and payment is dated during or subsequent to the annual fall meeting of that year shall become a member the following January 1, but shall receive a courtesy copy of the last issue of *The Kentucky Warbler* for the year in which payment is made.

## ARTICLE II — DUES AND SUBSCRIPTIONS

**Section A.** The annual dues for the various classes of members may be established or changed by the Board with the concurrence of a majority of the members present at the business meeting announced as the occasion for a vote on the proposed action, provided that a quorum (See Art. V, Sec. C) is present. The dues for Life Membership may be paid in two (2) or three (3) equal, consecutive monthly installments. The dues for Family Membership shall be a sum of not less than five dollars (\$5.00) annually in addition to the dues for one Regular, or Contributing, Membership.

**Section B.** Dues from Life Members shall be placed in the Endowment Fund (see Art. VII, Sec. A).

**Section C.** Dues are payable for the fiscal year which shall run from January 1 through December 31 (see Art. I, Sec. H). Members who have not paid their dues by March 1 shall be deemed not in good standing and shall be reminded by mail; if dues are not paid within fifteen (15) days after that notice, membership shall lapse. Members are responsible for giving the Corresponding Secretary prompt notice of any change of address.

**Section D.** Any organization or institution may subscribe to *The Kentucky Warbler* by paying a fee determined by the Board.

## ARTICLE III — GOVERNMENT

**Section A.** The governing body of the Society shall be the Board, composed of eleven (11) elected officers, three (3) appointed officers, the immediate Past President of the Society, and one (1) Representative chosen by each qualified affiliated organization (see Art. VI, Sec. A). All living Past Presidents shall serve as ex officio members of the Board. The elected officers shall be a President, a Vice-President, a Recording Secretary, a Corresponding Secretary, a Treasurer, and six (6) Councillors, two (2) of whom shall be elected each year. The appointed officers shall be the Editor of *The Kentucky Warbler*, the Curator, and the Secretary of the Kentucky Bird Records Committee. A quorum of the Board shall consist of fifty percent (50%) of its voting membership plus one (1) voting member.

**Section B.** The President shall appoint a Nominating Committee that shall nominate one (1) member for each of the elective offices, except that only two (2) Councillors shall be nominated at each election unless additional vacancies have occurred. The Committee shall submit its nominations to the Corresponding Secretary forty-five (45) days before the annual meeting; the Corresponding Secretary shall send the names of the nominees to all members not less than two (2) weeks prior to the meeting. Other nominations may be submitted for any elective office by three (3) members in good standing; such nominations must also be received by the Corresponding Secretary forty-five (45) days in advance of the annual meeting. The nine (9) officers shall be elected by ballot (show of hands or voice vote, at the discretion of the President) by a majority of the members present, provided that a quorum (See Art. V, Sec. C) is present. All officers shall take office at the conclusion of the fall meeting.

**Section C.** Officers (except Councillors and affiliate Representatives) shall be elected for one (1) year, and they may be re-elected to the same office for not more than four (4) successive terms. Councillors and affiliate Representatives shall be elected for terms of three (3) years and

may not serve consecutive terms.

**Section D.** Vacancies occurring in any office shall be filled by the Board. Any person so selected shall act until the next annual meeting, at which time a person shall be elected to fill the unexpired term.

**Section E.** There shall be three (3) appointed officers: the Editor of *The Kentucky Warbler*; the Curator, who shall be appointed annually by the Board at the fall meeting; and the Secretary of the Kentucky Bird Records Committee. Appointed officers may also be elected officers.

**Section F.** There shall be a standing committee, the Kentucky Bird Records Committee (KBRC), which shall be governed by its own bylaws. The KBRC shall determine the validity of records of rare birds from Kentucky, publish annually in *The Kentucky Warbler* a report of accepted records, maintain documentation of these records, and keep the official Kentucky State List of Birds. The Secretary of the KBRC shall be appointed for a term of three (3) years by the Board. The Secretary of the KBRC may be replaced at any time either by the unanimous consent of all other members of the KBRC or by a majority of the Board. Records resulting from the KBRC deliberations shall be kept in the possession of the KBRC until publication in *The Kentucky Warbler*. At that time they shall be turned over to the Curator for archiving.

**Section G.** There shall be a standing committee, the Affiliate Committee, appointed by the President and approved by the Board. This committee shall develop guidelines, subject to Board approval, to define and enhance the relationship between the Society and its affiliates.

## ARTICLE IV — DUTIES OF OFFICERS

**Section A.** The Board shall meet at least twice a year to conduct the regular business of the Society and shall have power to carry on any necessary business in the interim between meetings. It shall advise, assist, and cooperate with the various individual officers and committees in the performance of their duties. It shall make appointments to fill out the unexpired term of any office in which a vacancy occurs.

**Section B.** The duties of the officers shall be such as pertain to their respective offices in similar organizations. The President shall be the Chairperson of the Board and shall appoint all committees (but see Art. III, Sec. F and Sec. G; and Art. VII, Sec. C and Sec. D).

**Section C.** The Vice-President shall perform the duties of the President in his/her absence. He/she shall be primarily responsible for planning the fall and spring meetings.

**Section D.** The Recording Secretary shall record the proceedings of the Society and of the Board in books kept for that purpose and shall have charge of the records of the Society not appropriate for archiving. All records more than five (5) years old shall be turned over to the Curator for archiving.

**Section E.** The Corresponding Secretary shall conduct the correspondence of the Society and keep a record thereof; shall give notice of all meetings; and shall be responsible for mailing the Society's publications.

**Section F.** The Treasurer shall take care of the accounts and funds of the Society; shall pay from

the funds of the Society all bills duly approved by the President or the Board; shall collect all bills due the Society; and at the annual meeting shall furnish a statement of the financial condition of the Society. The Treasurer shall not pay any sum greater than two hundred fifty dollars (\$250.00) for any one purpose, other than publication costs of *The Kentucky Warbler*, unless such expenditure has been approved by the Board.

**Section G.** The six (6) Councillors, besides serving as members of the Board, shall act as advisors to the members of the Society, and shall not only endeavor to be familiar with the species of birds occurring in their own sections of the state, but shall also foster relevant activities in their sections.

**Section H.** The Representatives from each qualified affiliated organization shall serve as members of the Board and shall have the rights and obligations of all members of the Board. They shall in addition maintain communication between their organizations and the Society (See Art. VI, Sec. A).

**Section I.** The Editor of *The Kentucky Warbler* shall edit four (4) issues per annum that shall be sent to all members in good standing (see Art. II, Sec. C).

**Section J.** The Curator shall have charge of all scientific records (including archived records from KBRC) and all Society documents as specified in Article VIII. The Curator shall also be responsible for the legal disposition of birds, nests, and eggs that may come into possession of the Society.

## ARTICLE V — MEETINGS

**Section A.** The Society shall hold one (1) regular meeting in the spring and one (1) regular meeting in the fall. The location for the meetings shall be selected by the Board. The fall meeting shall be the annual meeting, and it shall be held in a central location of the state. At this meeting the members of the Society shall meet to discuss and to act upon significant issues. The spring meeting shall alternate between eastern and western parts of the state as far as practicable.

**Section B.** Special meetings may be called at any time by action of the Board or upon written petition of fifteen (15) Regular, Contributing, or Life members, which includes one (1) adult from each Family Membership, to the President, who shall thereupon call the meeting. Two (2) weeks' notice of such meeting must be given in writing, stating the purpose of the call, to the members by the Corresponding Secretary.

**Section C.** A quorum at any meeting shall consist of twenty-five (25) Regular, Contributing, or Life members, which includes one adult from each Family Membership.

## ARTICLE VI — AFFILIATED CHAPTERS

**Section A.** The Society shall encourage the formation of local affiliates in all cities and areas of the state. Such affiliated organizations shall have a major interest in birding or ornithology, and must include at least five (5) Society members to maintain affiliate status. The affiliated organizations shall retain their autonomy but shall act in cooperation with the Society. Each affiliated organization shall remit annually to the Society the equivalent of one (1) Regular Membership fee, and shall receive, in exchange, one (1) copy of each issue of *The Kentucky*

*Warbler* and newsletter. Each such organization shall transmit annually lists of its Society members to the Society Treasurer. Affiliates including at least fifteen (15) Society members shall be entitled to seat one (1) Representative on the Society Board. Affiliated organizations shall have certain privileges, the specifics of which are to be determined, updated, and made known to all interested organizations by the Society Board through the Affiliate Committee.

## ARTICLE VII — SPECIAL FUNDS

**Section A.** The Endowment Fund, from which the investment income only may be used for current needs, was established to further the work of the Society. All monies obtained from bequests, gifts, etc., given for endowment purposes, and the dues of Life Members, shall be placed in this fund. Such monies shall be invested in accordance with the laws of the Commonwealth of Kentucky governing investments by fiduciaries. The investment income from this fund shall be transferred to the General Fund annually.

**Section B.** The Gordon Wilson Fund was established in honor of Dr. Gordon Wilson, one of the founders of the Society and an active member until his death in 1970. Monies in this fund are gifts to the Society designated for it. The Board may draw upon this fund for purposes covered by its original intent: to assist in publication of *The Kentucky Warbler*; to improve and expand it; to help finance and publish ornithological research in Kentucky; and to help provide fellowships and scholarships in the study of ornithology. The Board shall approve expenditures from this fund.

**Section C.** The Burt Monroe, Jr. Avian Research Fund was established in honor of Dr. Burt L. Monroe, Jr., who was an international authority on the taxonomy of birds and an active member of the Society. Monies in this fund are gifts to the Society designated for it. The Board may draw upon this fund for purposes covered by its original intent: to assist persons in conducting research on birds within the Commonwealth of Kentucky. A Board-appointed committee shall review all research proposals and make recommendations to the Board regarding grant awards. The Board shall approve expenditures from this fund.

**Section D.** The Anne Stamm Avian Education Fund was established in honor of Mrs. Anne L. Stamm, a distinguished member of the Society who remained active until her death in 1999. Monies in this fund are gifts to the Society designated for it. The education of children in the deeper appreciation of birds and ornithology is the focus of this fund. The Board shall approve expenditures from this fund.

## ARTICLE VIII — SOCIETY DOCUMENTS

**Section A.** Western Kentucky University shall be the repository of all books, manuscripts, and works of art acquired by the Society, the files of other ornithological journals accumulated through exchanges, and the stock of back issues of *The Kentucky Warbler*.

## ARTICLE IX — RULES OF ORDER

**Section A.** The rules of parliamentary procedure as laid down in the current edition of *Robert's Rules of Order* shall govern all meetings of the Society.

## ARTICLE X — AMENDMENTS

**Section A.** These bylaws may be amended by a two-thirds (2/3) vote of the members present at any legal meeting, provided that a written notice of the proposed amendment has been sent to each member by the Corresponding Secretary at least two (2) weeks prior to the meeting at which it is to be voted upon.

Note: The present bylaws were adopted by the membership September 28, 1991 (amended September 25, 1999, October 07, 2000, and September 24, 2005).