

Macomb Audubon Society Constitution

Adopted May 5, 1975

Amended March 1984, November 1989, June 2002 and April 2005

The Macomb Audubon Society was organized January 22, 1975 and incorporated June 2, 1977, as a non-profit educational and scientific organization under the laws of the State of Michigan.

A Chapter of the Michigan Audubon Society

Article I - Name

Section:

1. The name of this organization shall be the Macomb Audubon Society

Article II - Objectives

Section:

1. To promote interest in the world of nature.
2. To aid in the conservation of natural resources.
3. To provide an outlet for nature activities via field trips.
4. To provide an opportunity for the exchange of knowledge and experience through lectures, films, discussions and newsletters.
5. To aid organizations that provide people of all ages with opportunities to experience these above given objectives.
6. The Macomb Audubon Society is organized for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article III - Membership

Section:

1. Regular membership shall be open to all persons interested in the objectives and functions of this organization.
2. Yearly membership shall begin January 1 and end December 31.
3. A person may be nominated for Honorary Membership of Macomb Audubon Society by a member who presents a written statement of the nominee's qualifications to the Executive Committee of the Macomb Audubon Society. The Executive Committee shall have the authority to pass upon this petition.
4. Macomb Audubon Society is a chapter of the Michigan Audubon Society, therefore, its members should be encouraged to join and support the Michigan Audubon Society.

Article IV - Finances

Section:

1. Local Chapter dues shall be determined by the Executive Committee and changed from time to time, as necessary.
2. All dues are due January 1 for that membership year.
3. Only names of members whose dues are paid by the March meeting will be included in the membership directory.
4. Dues of new members joining after September 1 shall extend until December 31 of the following year.
5. In the event of dissolution, all assets of the Macomb Audubon Society shall be distributed to the Michigan Audubon Society or its successor or, if unwilling or unable to accept said distribution, to such organizations as are qualified as exempt under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Macomb Audubon Society is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
6. No part of the net earnings of the Macomb Audubon Society shall inure to the benefit or, or be distributable to its members, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the Macomb Audubon Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Macomb Audubon Society shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this constitution, the Macomb Audubon Society shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contribution to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article V - Officers

Section:

1. The elected officers of the Macomb Audubon Society are, and their duties shall be:
 - a) President - presides at the regular meetings and acts as chair of the Executive Committee.
 - b) 1st Vice President - (1) presides for the President in case of absence, and (2) acts as program chair.

- c) 2nd Vice President - membership chair
 - d) 3rd Vice President - field trip chair
 - e) Recording Secretary - keeps records of the business conducted at the regular meetings and at the Executive Committee meetings.
 - f) Corresponding Secretary - has charge of the correspondence of the Macomb Audubon Society, writes letters delegated by the President and keeps appropriate files, handles publicity.
 - g) Treasurer - keeps a record of the receipts and expenditures of the Macomb Audubon Society and disburses monies authorized by the President or the Executive Committee.
2. The term of office for elected officers shall be two years.
 3. Election of officers shall take place in October and term of officer shall start in January.
 4. Election of President, 1st and 3rd Vice President and Corresponding Secretary shall be held for the odd-numbered years. Election of the 2nd Vice President, Recording Secretary, and Treasurer shall be held for the even-numbered years.

Article VI - Committees

Section:

1. The following standing committee chairs may be appointed by the President:

Conservation	Historian
Hospitality	Seven Ponds Representative
Refreshments	Volunteer Coordinator
Door Prize	Book Store
Christmas Bird Count	Special Program
2. The following special committee chairs may be appointed by the President:

Nominating	Auditor
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3. The President may appoint other committee chairs as the need arises.

Article VII - Management

Section:

1. The Macomb Audubon Society shall be managed by the Executive Committee.
2. The Executive Committee shall consist of the elected officers, the appointed officers, and past presidents, who shall have the privilege of voting on the business of the Executive Committee.
3. The President shall have the power to name the following appointed officers:
 - a) Michigan Audubon Society Chapter Representative (a requirement for the Michigan Audubon Society Chapter status)
 - b) Newsletter Editor
 - c) Parliamentarian
 - d) Up to two members-at-large
 - e) Web Editor

These appointments shall be approved by the elected officers.

4. The President may call to the meeting of the Executive Committee any committee chair deemed necessary to assist in conducting the business of that meeting.
5. A quorum for business shall be one-half the number of elected and appointed officers.

Article VIII - Meetings

Section:

1. Monthly membership meetings shall be held throughout the year at a time and place determined by the Executive Committee.
2. Meetings of the Executive Committee may be called by the President when needed.

Article IX - Voting

Section:

1. Only members in good standing may vote.
2. A quorum for business shall be one-fourth of the paid membership.
3. A majority vote of paid members present shall decide the matters of the Macomb Audubon Society.

Article X - Amendments

Section:

1. The Constitution of the Macomb Audubon Society may be amended by a first reading of the proposed changes at a membership meeting and at the next membership meeting a second reading followed by voting.
2. An amendment shall be passed by a two-thirds affirmative vote of the paid members present.
3. The membership should be notified of the proposed amendments in the newsletter preceding the meetings at which the readings and voting take place.