

DVOC Constitution and By-laws

(As revised and amended October 5, 2006)

[*Editor's Note:* It has been suggested by several members that it would be a good idea to publish the DVOC's constitution and by-laws in *Cassinia* in order to reacquaint the membership about some recent changes.]

Article I:

The name of this Association is the Delaware Valley Ornithological Club.

Article II:

The purpose of this Club is the advancement and diffusion of ornithological knowledge.

Article III:

The members of this Club shall be persons who are interested in ornithology considered in its widest sense. There may be three classes of members: Fellows, Active Members, and Honorary Members.

Article IV:

The officers of this Club shall be a President, a Vice President, a Secretary and a Treasurer, all elected at the annual meeting, and an Editor, appointed by the Council. The five officers, the last preceding President and six additional Fellows or Active Members elected at large shall constitute the Council of the Club. The Council shall be the governing body of the Club.

Article V:

Amendments of this Constitution shall require the affirmative votes of at least two-thirds of the Fellows, Honorary Members and Active Members present at a regular stated meeting attended by a quorum. Such amendments shall not be valid unless they shall have been submitted at a preceding regular stated meeting attended by a quorum, and unless notice of the proposed amendments and of the meeting at which they are to be acted upon shall have been published in the Club newsletter or mailed to all Fellows, Honorary Members, and Active Members.

By-laws

Article I: Members

Sec. 1. All Honorary Members, Fellows and Active Members shall be eligible to hold office, to be Councilors, and to vote. Fellows shall be chosen, in the manner provided in Article IV, Section 3, from among the Active Members of at least one year's standing as a recognition of the high quality of their ornithological work or contributions to the Club.

Sec. 2. Ornithologists who have attained special prominence in their ornithological work may be chosen at the annual meeting to be Honorary Members of the Club.

Sec. 3. All Members shall be entitled to attend club meetings, to attend field trips and other activities of the Club, and upon payment of such fees as may be required by Council, to receive *Cassinia* and other club publications.

Article II: Officers and Council

Sec. 1. The President shall preside at the meetings of the Club and of the Council. The President shall appoint all Committees and the persons to chair such Committees.

Sec. 2. The Vice President shall arrange the ornithological programs of the Club and shall assume the duties of the President in the President's absence. With the approval of the Vice President, the President may name another person to preside at a regular meeting of the Club.

Sec. 3. The Secretary shall keep the minutes of the meetings of the Club and of such deliberations of Council as Council may direct; shall acknowledge gifts and communications to the Club; shall duly notify all Fellows and Active Members of proposed amendments to the Constitution and these By-laws; and shall submit an abstract of the Club's proceedings for *Cassinia* at an appropriate pre-publication date.

Sec. 4. The Treasurer shall collect all dues from members and shall have charge of all moneys belonging to the Club, save for the Endowment Fund assets held as set forth in Article VIII. No disbursements

over the sum of \$500.00 (or such other sum as may be fixed by Council from time to time) shall be made by the Treasurer unless approved by the Council. At the annual meeting of the Club, the Treasurer shall present a report for audit. The Treasurer shall be bonded.

Sec. 5. The Editor, with the cooperation of the Publication Committee, shall edit and superintend the publication of such ornithological matter as Council may authorize. The Editor, with the cooperation of the Publication Committee and the Treasurer, shall also distribute Club publications to members, subscribers and exchanges entitled to receive them. The Editor shall be appointed by Council to serve at its pleasure.

Sec. 6. The Council shall consist of the elected officers and members-at-large of Council, the Editor, and the last preceding President for two years following the end of service as president. The Council shall transact all business of the Club, except the elections of officers and members of Council.

Article III: Committees

Sec. 1. There shall be a standing Committee on Communications which shall assist the Vice President in selecting subjects and speakers for presentation at regular meetings, and shall be responsible for distributing notices of meetings to Fellows and Active Members in good standing. This Committee shall consist, at minimum, of the Club's President, Secretary, Webmaster, and E-mail Coordinator.

Sec. 2. There shall be a standing Committee on Field Trips which shall select localities for visit, arrange trips, and notify members of such selections and arrangements. It shall provide for transportation and other things so far as may be necessary, but it shall incur no indebtedness without the approval of the Council.

Sec. 3. There shall be a standing Committee on Publication which shall cooperate with the Editor in the preparation and publication of such matter as may be authorized by the Council, such as *Cassinia*, the club newsletter, and any other publications.

Sec. 4. There shall be a Nominating Committee which shall perform the duties hereinafter prescribed.

Sec. 5. There shall be a standing Committee on Conservation.

Sec. 6. There shall be a standing Committee on Ornithological Studies.

Sec. 7. There shall be a standing Committee on Membership with the aim of encouraging to join the

Club those non-members who desire to further their ornithological knowledge.

Sec. 8. The President shall decide upon the number of members to constitute each committee and shall appoint such additional committees as may from time to time be required.

Article IV: Elections and Expulsions

Sec. 1. All elections of officers and councilors shall be by written ballot unless waived by two-thirds of the Fellows and Active Members present at the balloting. When more than one candidate for a position is nominated, balloting shall be conducted separately in the following order: President, Vice President, Secretary, Treasurer and Councilors. A person may be nominated for more than one office but may not be elected to more than one office. Officers shall be elected for one-year terms and Councilors shall be elected for three-year terms. The President may serve not more than two consecutive terms in that office. Other officers may serve any number of terms in their office.

Sec. 2. Applications by candidates for membership shall be in writing and may be made either by the candidate or by a club member. Applications shall state the candidate's full name and mailing address. The application shall contain a short summary of the applicant's birding experience and reasons for wanting to join the club. The name of a candidate for membership shall be announced at least one meeting prior to election. The affirmative votes of at least two-thirds of Council shall be necessary for the election of a new member. After Council approval, the new member's name will be announced to the club at an upcoming meeting, preferably when the new member is in attendance and can be welcomed to membership.

Sec. 3. Nominations for Fellows and Honorary Members shall be made by at least two-thirds of the members of Council present at a Council meeting attended by a quorum. The election of Fellows and Honorary Members shall take place at the annual meeting. The affirmative vote of at least two-thirds of the Fellows, Honorary Members and Active Members present at the balloting shall be necessary for election.

Sec. 4. Elections of officers and members-at-large of Council shall take place at the Annual Meeting of the Club. The Nominating Committee shall collect any nominations made for officers and councilors to be elected. The nominations shall be made orally from the floor and shall be confirmed in writing.

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Nominations may be made at the first and second regular meetings in December. Unless at least five Fellows, Honorary Members, or Active Members join in a nomination, the nomination shall not be valid. The Nominating Committee shall make its nominations for the officers and councilors-at-large at the first regular December meeting. The Nominating Committee shall contact the nominees to obtain their acceptance and prepare the ballot to be presented at the Annual Meeting. The affirmative vote of a majority of the Fellows, Honorary Members and Active Members present shall be necessary for election. If no candidate obtains a majority on the first ballot, a second ballot shall be taken in which only the two candidates receiving the highest number of votes on the first ballot shall be eligible to participate.

Sec. 5. The terms of councilors shall be such that the terms of two councilors expire at each Annual Meeting.

Sec. 6. If a vacancy takes place in an elected position the president shall appoint a Fellow or Active Member to fill the unexpired term.

Sec. 7. Active Members may be dropped from membership by the Treasurer for dues arrearages (see Article V, Sec. 3 below). Active Members and Life Members may also be dropped from membership (expelled) if their continued membership is determined by Council to be detrimental to the operations or reputation of the Club. The votes of no less than nine members of Council shall be necessary to drop a person from membership, and each member of Council will be permitted to vote either in person or by proxy. The Secretary shall notify persons dropped from membership of the Council's action promptly by mail. A person dropped from membership shall have the right to appeal Council's decision to drop them if they so request in writing within forty-five days of the mailing of the Secretary's written notice to them. To decide any such appeal, the President shall designate a panel of three former members of Council, whose decision on the matter, after hearing from both the dropped member and from Council, shall be final. The Club shall return to any expelled member such portion (if any) of the member's dues or life membership payments as may appear appropriate under the circumstances. In the event of an appeal as provided herein, the panel shall determine what payments (if any) should be returned to any member whose expulsion is upheld by the panel.

Article V: Fees and Assessments

Sec. 1. The annual membership dues for Fellows and Active Members shall be determined by Council. The dues shall be due and payable at the Annual Meeting, except that, when a new Active Member joins in September, October, November or December of a year, such Active Member will be deemed to have paid Club dues through December of the following year. No member shall be liable for any annual membership dues for any calendar year during which the member is in active military service for the United States of America.

Sec. 2. Honorary Members shall not be subject to dues of any kind.

Sec. 3. The names of Fellows and Active Members eleven (11) months in arrears for dues shall be dropped from membership by the Treasurer provided that they have been twice notified in writing of their indebtedness by the Treasurer and their attention has been called to this By-law.

Sec. 4. Any member may become a Life Member, with full membership privileges, exempt from further dues, by making a payment into the DVOC Endowment Fund of a sum to be determined from time to time by Council.

Sec. 5. Members under the age of 25, and those pursuing a full-time course of college or graduate study, shall be entitled to discounted dues in an amount to be determined by Council.

Article VI: Meetings

Sec. 1. The regular meetings of the club shall ordinarily be held on the first and third Thursdays in each month from October to May, inclusive, on the third Thursday in September, and on the first Thursday in June, except that when January 1 falls on a Thursday the regular stated meetings in that month shall be on the second and fourth Thursdays. The Annual Meeting of the Club shall be the first meeting of January. Meetings shall be held at the Academy of Natural Sciences of Philadelphia, or at such other places or times selected by Council.

Sec. 2. Council shall meet on a regular basis as determined by the President, whether immediately preceding the regular stated meetings of the Club, or otherwise. Six members of Council shall constitute a quorum. All matters shall be decided by a majority vote of the members present at a meeting attended by

a quorum except those matters which by other parts of these By-laws require a larger vote.

Sec. 3. Special meetings of the Club or Council may be called by the President with the approval of three members of Council.

Sec. 4. Thirty-five Members or one-half of the total number of Members, whichever is less, shall constitute a quorum for a meeting of the Club.

Sec. 5. The order of business at the regular stated meetings shall be as follows:

- Minutes of last meeting
- Introduction of Guests
- Reports of Council
- Reports of Committees
- Announcements
- Other Communications
- General Field Notes
- Ornithological Program
- Adjournment

Article VII: Witmer Stone Award

An award, to be known as the Witmer Stone Award for Ornithological Research, may be awarded annually at the discretion of the Council to that member of the Club who submits the best paper, not published prior to the last award of the Witmer Stone Award, which embodies the results of ornithological research not undertaken in the course of professional duties. Papers shall be submitted to the Secretary not later than the first meeting in November. The presentation of the Award shall be made at the annual banquet generally held on the third Thursday of November. An author shall have the right to resubmit for reconsideration in any later year a paper not receiving the award. The President may appoint a committee to consider and recommend one or more candidates for selection by Council.

Article VIII: Endowment Fund

Sec. 1. The proper care of a DVOC Endowment Fund shall be provided for by a Board of Trustees. This Board shall consist of three members appointed by the President; one member for one year, one member for two years, and one member for three years. At the expiration of each respective term, a member shall be appointed for three years. Any vacancy on the board occurring

by death, resignation, or otherwise shall be filled by appointment by the President for the unexpired term. The annual income from the Endowment Fund shall be deposited with the Treasurer for current Club expense.

Sec. 2. Any Trustees having signatory power over any bank account containing Endowment Fund monies shall be bonded.

Article IX: Julian K. Potter Award

The Julian K. Potter Award may be presented annually to that member of the Club who has made an outstanding contribution to field ornithology. The presentation of the Award shall be made at the annual banquet generally held on the third Thursday of November. The President may appoint a committee to consider and recommend one or more candidates for selection by Council.

Article X

An award may be presented annually at the discretion of the Council to one or more non-members of the Club who have made a significant contribution to conservation of the environment. The presentation of the award shall be made at the annual banquet generally held on the third Thursday of November. The Conservation Committee shall suggest to Council possible candidates for this award.

Article XI: Amendments

Amendments to these By-laws shall require the affirmative votes of at least two-thirds of the Fellows, Honorary Members and Active Members present at a regular stated meeting attended by a quorum. Such amendments shall not be valid unless they shall have been submitted at a preceding regular stated meeting attended by a quorum, and unless notice of the proposed amendments and of the meeting at which they are to be acted upon shall have been mailed to all Fellows, Honorary Members and Active Members.

Article XII: Dissolution

In the event of the Club's dissolution, its assets and endowment shall be donated by Council to a nonprofit organization or organizations whose stated purposes are the advancement or appreciation of the natural sciences.