

CONSTITUTION
of the
KANSAS ORNITHOLOGICAL SOCIETY, INC.

adopted 3 May 1981

Article I. NAME

Section 1. The name of this organization shall be the Kansas Ornithological Society, hereinafter referred to as KOS.

Section 2. KOS shall operate as a non-profit organization.

Article II. PURPOSE

Section 1. To promote the scientific and educational aspects of ornithology.

Section 2. To publish scientific papers in the Kansas Ornithological Society Bulletin.

Section 3. To publish a Newsletter about the affairs of KOS and Kansas birds.

Section 4. To advance the ornithological knowledge of KOS members.

Section 5. To promote conservation.

Section 6. To encourage and promote the recognition and appreciation of birds by the general public.

Section 7. To serve as an organization to receive tax exempt funds, properties, and bequests to be used to promote the purposes of KOS.

Article III. BYLAWS

Section 1. KOS shall establish Bylaws concerning the organization and procedures to be followed.

Article IV. GENERAL PROHIBITIONS

Section 1. No part of the net earnings of KOS shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future U. S. Internal Revenue Law).

Section 2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

Section 3. KOS shall not participate in, or intervene in (including the publishing or distribution of statements) political campaigns on behalf of any candidate for public office.

Article V. DISSOLUTION PROCEDURE

Section 1. Upon the dissolution of KOS, the Board of Directors shall, after paying or making provisions for the payment of all liabilities, dispose of all assets exclusively for the purposes of KOS in such manner, or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Article VI. AMENDMENTS

Section 1. This Constitution may be amended by a 2/3 majority vote of the members present and voting at any regular or special meeting called for that purpose, providing that notice of such meeting and amendments has been given to the membership in writing or through the Newsletter 30 days prior to said meeting,

END

**BYLAWS
for the
KANSAS ORNITHOLOGICAL SOCIETY, INC.**

Adopted 3 May 1981

(Amended 2 May and 2 October 1982, 1 October 1983, 4 October 1986, 1 October 1988, 7 October 1989, 5 May 1990, 1 October 1994, 7 October 1995, 10 October 1998, October 2005 and October 2007.)

Article I. EMBLEM

Section 1. The emblem of the Kansas Ornithological Society (KOS) shall be the Horned Lark.

Article II. MEMBERSHIP AND SCHEDULE OF DUES

Section 1. Membership shall be open to all persons interested in the purposes of KOS as stated in the Constitution (Article II. Purpose).

Section 2. Powers of the members.

- A. To elect officers and directors.
- B. To make recommendations to the Board of Directors.
- C. To receive and take action on recommendations of the Board of Directors.
- D. To exercise all other powers usually vested in voting members of a corporation.
- E. To set the dues schedule for various memberships.
- F. To approve affiliation with other organizations.

Section 3. Classes of membership.

- A. Regular members, Sustaining members, Life members, Family regular members, Family sustaining members, Contributing members, Student members (elementary through college, including full time undergraduate or graduate students) and Libraries.
- B. The dues can be changed at any regular meeting of KOS upon recommendation by the board and a 2/3 positive vote by the members present and voting.
- C. Any foreign category or subscription will have an additional cost for postage.

Section 4. Membership rules and regulations.

A. Each membership class receives one set of publications.

B. The fiscal year shall be the calendar year.

C. Annual dues shall be payable to the treasurer by January 1.

D. Members in arrears after the spring meeting will be deleted from the membership.

E. The dues schedule of members may be changed by a 2/3 vote of the KOS members present and voting at any regular or special meeting provided that the membership has had written notice of such proposal 30 days prior to the vote.

F. The dues of new members paid during the last four months of any calendar year will also include membership for the following year.

G. Principal amounts received from life memberships shall be placed in an endowment fund and invested in securities approved by the Finance Committee with interest there from used, as needed, for the expenses of KOS in lieu of annual dues. Expenditure of the principal may be made after the death of a life member by a majority vote of the board to further the objectives of KOS.

Article III. MEETINGS

Section 1. KOS shall have an annual 2-day meeting to transact business, present papers on ornithology and have a field trip.

Section 2. KOS shall, in addition to Section 1, schedule an annual field trip.

Section 3. Times and dates of meetings and trips shall be set at the annual meeting or by the Board of Directors.

Section 4. Special meetings may be called by the President upon written notice (Newsletter or direct mail) to each member not less than 30 days prior to such meeting.

Section 5. A special meeting must be called by the President upon written petition of 25% of the members.

Section 6. A quorum shall be the members present and voting at any regular or special meeting.

Section 7. Robert's Rules of Order, newly revised, shall be the authority on all questions of procedure not specifically stated in the Constitution or Bylaws.

Section 8. Annual meetings are recommended to rotate to different geographic areas of the state for the convenience of all members and to afford a wider knowledge of bird species.

Article IV. THE GOVERNING BODY

Section 1. The Governing Body shall consist of a Board of Directors (hereinafter referred to as the Board) made up as follows:

A. Elected officers: President (Chairman of the Board), Vice-President, Corresponding Secretary (Secretary of the Board), Membership Development Coordinator, Treasurer, Business Manager, four (4) Directors at large, Editor of the *Bulletin*, and Editor of the Newsletter.

B. Immediate past president.

Section 2. Meetings. The Board shall meet during the annual KOS meeting as notified by the President. Other meetings may be scheduled by the Board or may be called by the President with 30 days notice to each Board member. Board business may also be conducted by mail, telephone, or electronic media (ex. E-mail, video conference, etc.), if necessary, but any such actions must be recorded by the Secretary and included in the Secretary's report.

Section 3. Quorum. A simple majority of the voting Board members shall constitute a quorum to transact business.

Section 4. The Board shall have the power to act on all matters pertaining to KOS except as otherwise noted in the Constitution and Bylaws.

Section 5. Reports.

A. The proceedings of the Board shall be reported at each annual meeting of KOS by the Corresponding Secretary.

B. The Treasurer shall give a financial report at each annual meeting.

C. These reports shall be published in full or in resume in the Newsletter.

Article V. OFFICERS AND APPOINTED POSITIONS

Section 1. Elected positions.

A. Officers: President, Vice-President, Corresponding Secretary, Membership Development Coordinator, Treasurer, Business Manager, Editor of the *Bulletin* and Editor of the Newsletter.

B. Four (4) Directors at large: Two shall be elected at the annual meeting each year to serve two-year terms. Good geographical distribution should be considered.

Section 2. Elections.

- A. The officers shall be elected at the annual meeting for a term of one year and shall serve until the end of the regular annual business meeting in which their respective successors have been elected.
- B. The President and Vice-President may be elected to their respective offices for two consecutive terms only.
- C. The Corresponding Secretary, the Membership Development Coordinator, the Treasurer, the Business Manager, the Editor of the *Bulletin* and the Editor of the Newsletter may succeed themselves as elected.
- D. A slate of officers shall be submitted by the nominating committee which shall have been appointed by the President at least three months prior to the annual meeting.
- E. Nominations may be made from the floor.
- F. Voting shall be by secret ballot if more than one candidate is nominated for a given office.
- G. A majority of those members present and voting shall elect.

Section 3. Appointed positions.

- A. Appointed positions are: Librarian, and the Chairman of each of the standing committees on Conservation, Membership, Publicity.
- B. The Librarian shall be appointed by the President with the approval of the Board for a one year term which shall begin with the annual spring field trip. The Librarian may be reappointed at the discretion of the President and the Board.
- C. The chairmen of the standing committees shall be appointed by the President within 60 days of the election and shall serve until the next annual meeting. They may be reappointed.
- D. These appointees shall be notified of and should attend Board meetings but have no voting rights.

Article VI. DUTIES OF OFFICER, COMMITTEES AND APPOINTEES

Section 1. Duties of officers and appointees shall be such as are implied in their respective titles and as specified hereafter.

Section 2. The president shall:

- A. Preside at all meetings.

- B. Be empowered to call special meetings.
- C. Appoint standing committees on Conservation, Membership, Publicity, Finance Committee and such other ad hoc committees as may be deemed necessary to serve during his term of office.
- D. Be an ex-officio member of all committees.
- E. Appoint the Librarian, subject to the approval of the Board.
- F. Appoint a nominating committee for next year's officers and directors.
- G. Be Chairman of the Board of Directors.
- H. Be authorized to fill, until the next annual or special meeting, any vacancy on the board.
- I. Call for nominations for the Dr. Ivan L. Boyd Recognition Award and Avian Conservation Recognition Award with an announcement in the *Horned Lark* and on KSBIRDS-L prior to the fall meeting per Article VII Section 5 and Section 6.
- J. Be authorized to sign checks.
- K. The President will appoint an Auditing Committee at the Fall Meeting.

Section 3. The Vice-president shall:

- A. Perform the duties of the President in his absence or in the event of his inability to perform such duties.
- B. Perform such duties as directed by the President.
- C. The Vice-President will coordinate with the local committee for the fall meeting and conduct the scientific papers sessions.
- D. Be a member of the Board of Directors.

Section 4. The Corresponding Secretary shall:

- A. Keep complete and accurate minutes of all meetings.
- B. Carry on the correspondence, as directed by the President, pertaining to the affairs of KOS.
- C. Keep a listing of the duties of each standing committee as specified by the Board and shall supply a copy of the pertinent list to each newly appointed committee chairman.
- D. Be a member of, and act as Secretary of, the Board of Directors.

Section 5. The Membership Development Coordinator shall:

- A. Prepare and preserve a record of all members and their attendance at each meeting and make such records available.
- B. Issue membership receipts (sent only on request), dues reminders, membership applications and invitations.
- C. Advise the Business Manager of membership changes.
- D. Make a written report at the annual meeting.
- E. Be responsible for the local chapter program.
- F. Be a member of the Board of Directors.
- G. Maintain the mailing list.

Section 6. The Treasurer shall:

- A. Be the custodian of all funds belonging to KOS. All instruments for financial transactions may be signed by one of the following officers: Treasurer, Business Manager or President.
- B. Pay out and expend the same by check.
- C. Notify Membership Secretary of the date and amount of each dues payment.
- D. Prepare an interim financial statement to be presented at the annual business meeting and an annual financial statement to be published in full in the Newsletter.
- E. Be resident agent of KOS.
- F. Prepare an annual report for the Secretary of State on incorporation status.
- G. Be a member of the Board of Directors.

Section 7. The Business Manager shall:

- A. Be responsible for conducting business activities of KOS in collaboration with members of the Board of Directors.
- B. Oversee the printing and distribution of *The Bulletin*, Newsletter and other publications.
- C. Prepare all legal agreements with individuals and organizations.

D. Inventory and maintain stock of all supplies and print replacement stationery, forms, etc. as needed.

E. Be an ex-officio member of all committees which involve legal agreements, contracts, or major outlay of funds.

F. Be authorized to sign checks.

G. Be a member of the Board of Directors.

Section 8. The two editors shall:

A. Be charged with the organizing, editing, and publishing of the KOS Bulletin and the Newsletter and other printed matter as shall be approved by the Board.

B. May appoint such associates and Assistant Editors as shall be necessary to aid in the performance of their duties.

C. Publish the Bulletin quarterly and the Newsletter bimonthly if material and funds permit.

D. Be members of the Board of Directors.

Section 9. The Librarian shall:

A. Be responsible for maintaining all scientific papers and archives belonging to KOS.

B. Make all papers of Section A available on loan to KOS members.

Section 10. The Conservation Committee shall:

A. Be responsible for providing awareness to the Board and KOS members on conservation issues that may have positive or negative impacts on avian communities in Kansas pursuant to Article II of the KOS Constitution.

B. Be responsible for soliciting nominees and selecting from those nominees the recipient of the Annual KOS Avian Conservation of the Year Award to be approved by the Board per Article VII Section 6.

C. Seek to promote conservation and provide educational opportunities for the general public.

Section 11. The Membership Committee shall:

A. In coordination with the Membership Development Coordinator develop communications media for use in KOS membership development activities.

B. Develop activities to educate the public about KOS, its aims, and the benefits of membership.

C. Encourage interest of young people in birds and ornithology as part of long term membership development.

D. Develop outreach programs whereby KOS members can interact with the public, schools, and other organizations to further interest in ornithology in Kansas.

Section 12. The Publicity Committee shall:

A. Be responsible for contacting media outlets of upcoming meetings and other pertinent events sponsored by KOS.

Section 13. Kansas Bird Records Committee shall:

A. Be responsible for evaluating reports of rare and unusual bird sightings from Kansas per the KBRC Procedural Rules of the KOS's KBRC (as approved and amended by the KOS Board).

Section 14. Finance Committee shall:

A. Consist of the Chairman, the Treasurer, and the past Treasurer.

B. Be responsible for the management of all funds of the KOS and make investments for the Society as approved by the Board.

C. Solicit budget requests from each officer and standing committee prior to the annual business meeting.

D. Provide a budget for the next fiscal year at the annual board meeting for approval by the Board.

Section 15. The Auditing Committee shall:

A. Audit the Treasurer's books and annual report for the year ending December 31 and will report this audit to the Board at the next Board meeting.

Article VII. SPECIAL CONTRIBUTIONS AND PROPERTY

Section 1. Contributions by bequests, memorials, and gifts in the form of money may be accepted anytime, such contributions to be used as designated by the donor upon approval by the Board.

Section 2. The donation of property may be accepted by the Society, by vote, upon recommendation of the Board, such property to be managed in its natural state for scientific or educational purposes, or to be managed or sold as a source of income for KOS.

Section 3. The specific uses to which the property is put shall be designated at the time of acceptance by the Society.

Section 4. Special funds may be established as needed to administer the contributions given for use in special projects and property management.

Section 5. Establishment of the Dr. Ivan L. Boyd Recognition Award. This award is to be given to a member(s) of KOS, usually each year, for outstanding contributions and service to the society. The award is not a monetary award but shall be presented to an individual(s) as a plaque with appropriate information provided. It shall be known as the Boyd Award in recognition of the contributions of Dr. Ivan Boyd who was a KOS Founder, Charter Member, and the first president of KOS.

A. Individuals must be nominated by another KOS member. Nominations will be accepted each year by the KOS President.

B. The KOS President will notify the Board of all nominations.

C. The Board will review the nominations and make a selection. The Board may approve more than one recipient each year or may choose not to name a recipient in a given year.

D. Announcement of the Award recipient(s) will be made at the KOS meeting each fall.

E. Current KOS Board members are not eligible to receive the Boyd Award.

F. The KOS Board may adopt other guidelines and procedures to improve or modify the administration of the Boyd Award.

Section 6. Establishment of the KOS Avian Conservation of the Year Award. This award is to be given to an individual, who may or may not be a KOS member, usually each year, for outstanding efforts in avian conservation in Kansas. The award is not a monetary award but shall be presented to an individual(s) as a plaque with appropriate information provided.

A. Individual must be nominated by a KOS member.

B. Nominations will be accepted each year by the KOS Conservation Committee. The Committee will select a recipient approved by the board.

C. The Committee may select, and the Board may approve, more than one recipient each year or the Board may choose not to name a recipient in a given year.

D. Announcement of the Award recipient(s) will be made at the KOS Meeting each fall.

E. Current KOS Board members are eligible to receive this award.

F. The KOS Board may adopt other guidelines and procedures to improve or modify the administration of the Avian Conservation Award.

Article VIII. LOCAL CHAPTERS

Section 1. A local chapter of the Kansas Ornithological Society may:

A. Be formed at any institution, city, town or other places upon affirmation by the Board that a majority of its members are in good standing in KOS and upon payment of an annual affiliation fee as determined by the Board and approved by the KOS membership.

B. Elect its own officers, assess additional dues, and conduct its own meetings.

C. Be known by a name of its own selection plus the designation: Chapter of the Kansas Ornithological Society, Inc.

D. Provide a rallying point for monthly meetings and local field trips.

Section 2. Applications for local chapter designations shall be made to the Membership Development Coordinator and approved by the KOS Board. The affiliation may be revoked by the Board at any time.

Article IX. AFFILIATIONS

Section 1. The Kansas Ornithological Society, Inc. may consider or seek affiliation with other organizations having similar goals for the purpose of strengthening KOS or furthering ornithological development or publication.

Section 2. Active affiliation with another organization may become binding only after being approved by a 2/3 vote of all members present and voting at a regular meeting or at a special meeting called for this purpose.

Section 3. No affiliation shall be considered which runs counter to provisions of the Constitution or Bylaws of KOS.

Article X. AMENDMENTS

Section 1. The Bylaws may be amended at any regular or special called meeting of KOS by a two-third (2/3) positive vote of all those KOS members present and voting, except as otherwise provided, provided such amendments shall have been submitted to the Board and notice of such amendments mailed to each KOS member or published in the Newsletter at least 30 days prior to the meeting.

Section 2. At any annual business meeting amendments may be made to the Bylaws by a 95% positive vote of KOS members present and voting.

END