

Sandhills Natural History Society Bylaws

ARTICLE I: NAME

This organization shall be known as the Sandhills Natural History Society and referred to afterwards in these bylaws as “SNHS”.

ARTICLE II: MISSION AND OBJECTIVES

Section 1. The mission of SNHS is to: (1) promote, share knowledge, and involve members and the general public in learning about the fauna and flora of the Sandhills of North Carolina through field trips, meetings, newsletters, website, and special projects, (2) encourage involvement at the community level in being good stewards of our Sandhills, and (3) work with local agencies and groups when appropriate to achieve this mission.

Section 2. The objectives of SNHS shall be to engage in educational, scientific, investigative, literary, historical, philanthropic, and charitable pursuits of the natural history of the Sandhills of North Carolina.

ARTICLE III: PECUNIARY GAIN OR PROFIT

SNHS is not organized, nor shall it be operated, for pecuniary gain or profit and does not contemplate the distribution of gains, profits, or dividends to its members or any private individual. The property, assets, and net income of SNHS are irrevocably dedicated to charitable purposes and no part of the property, assets, or net income of SNHS shall ever benefit any of its officers, directors, or members or any private individual.

ARTICLE IV: DISSOLUTION OR ABANDONMENT

Upon the dissolution or abandonment of SNHS the assets remaining after payment or provision for all its debts and liabilities shall be donated to such corporation or corporations, association or associations, fund or funds, or foundation or foundations having similar objects or purposes as SNHS. The SNHS Board of Directors may designate such donation(s) provided that none of such assets shall be donated to any organization other than one organized and operated exclusively for charitable purposes as presently set forth in Section 501(C)(3) of the Internal Revenue Code. Any donation(s) is/are also subject to any Court order as provided by law.

ARTICLE V: MEMBERSHIP

Section 1. Any person interested in the objectives of SNHS is eligible for membership. SNHS does not discriminate on the basis of race, color, religion, sex, sexual orientation, age, disability, or national or ethnic origin with respect to its activities, programs, or policies. The policy of SNHS is to abide by all federal, state, and local laws prohibiting discrimination.

Section 2: Annual dues shall be \$5.00 per adult member 18 years or older and are due at the January meeting.

ARTICLE VI: MEETINGS

Section 1. Regular meetings of SNHS shall be held on the fourth Monday of each month. If the fourth Monday falls on a holiday, the meeting will be held on the previous Monday. The Board of Directors shall have the power to change the date of the regular monthly meetings. The membership shall be informed by mail or e-mail (at last known address) with not less than ten days of advance notice of any new meeting date.

Section 2. The Annual Meeting of SNHS shall be the January meeting.

Section 3. Special meetings may be called by the President or by resolution of the Board. The membership shall be informed by mail or e-mail (at last known address) with not less than ten days of advance notice of the date and objectives of the special meeting.

Section 4. Ten percent of current members in good standing shall constitute a quorum for the transaction of business at any regular or duly called special meeting.

ARTICLE VII: OFFICERS

Section 1. The elected officers of SNHS shall be a President, a Vice President, a Secretary, a Treasurer, and a Member-at-Large. All officers shall serve for a two-year term and may be re-elected for consecutive terms.

Section 2. The President shall preside over SNHS meetings, be Chairman of its Board of Directors, be ex-officio member of all Board committees, and perform all other duties associated with the office of President.

Section 3. The Vice President shall assist the President in the carrying out of duties and shall preside at all meetings in the absence of the President.

Section 4. The Secretary shall provide minutes of all proceedings of the Board and summaries of all monthly meetings.

Section 5. The Treasurer shall have custody of SNHS's funds and shall disburse the funds as ordered by the Board. All checks and drafts of SNHS may be signed by the Treasurer or another director as authorized by the Board. The Treasurer shall make a report to the Board of Directors at regular Board meetings or as requested. The Treasurer shall prepare a financial statement for prior distribution to SNHS members and then present the statement at the Annual Meeting.

Section 6. The Member-at-Large may assist the other officers in their duties as requested and do special or task force assignments.

Section 7. An uncompleted term for any office shall be filled by a majority vote of the Board of Directors. The individual selected to fill the vacancy will hold that office until the next regularly scheduled election.

ARTICLE VIII: BOARD OF DIRECTORS

Section 1. The control and conduct of business of SNHS shall be vested in its Board of Directors. The Board shall also determine the policies of SNHS. The Board shall include the five elected officers and other members as appointed by these officers. These other Board members shall serve at their own willingness in their stated function. Such functions may include field trips, membership, newsletter, photography, programs, and website. An ex-officio member is past-President. The other Board members shall be made known to the membership at the Annual Meeting but these other Board members may change throughout the year.

Section 2. Meetings of the Board shall be held bimonthly at a regular time or at such other intervals and times as established by the Board.

Section 3. A majority of the Board shall constitute a quorum at any meeting.

Section 4. Special meetings of the Board may be called by the President or upon the request of the majority of the Board.

ARTICLE IX: COMMITTEES

Section 1. Standing committees of SNHS are created and dissolved at the discretion of the Board of Directors. Standing committees may include Field Trips, Membership, Newsletter, Photography, Programs, and Website.

Section 2. The President with the majority of the Board of Directors may appoint chairs of standing committees. These chairs in turn may select their own committee members with recommendations and suggestions from the Board.

Section 3. The President with the approval of the Board may appoint special or task force committees whose term of office will be determined by the length of the assignment to be done.

ARTICLE X: NOMINATING COMMITTEE

Section 1. The Board of Directors shall annually appoint prior to September 1 a Nominating Committee to consist of not less than three members. The names of the Nominating Committee members shall be made known to the SNHS membership. Suggestions for nominations of officers may be submitted to the Nominating Committee by any SNHS member after this time.

Section 2. The Nominating Committee shall identify candidates for officers to succeed those whose terms of office expired. Special nominations shall be held to complete unexpired terms of office that become vacant for one year or more.

Section 3. The Nominating Committee shall present its list of candidates at the regular meeting one month prior to the annual election.

Section 4. During the month prior to the election additional candidates for officers may be made by any SNHS member to the Nominating Committee and shall be on the ballot.

ARTICLE XI: ELECTIONS

Section 1. The election of officers shall take place at the last monthly meeting of the year.

Section 2. The election of President, Vice President, and Member-at-Large shall be conducted in even years, with terms beginning January 1 of odd years. The election of Secretary and Treasurer shall be conducted in odd years, with terms beginning January 1 of even years.

Section 3. At the last monthly meeting of the year there shall be a voice vote of the members in good standing present for the candidates presented by the Nominating Committee or for additional candidates. If there is more than one candidate for any office the election of such office shall be by secret ballot with the winner receiving the majority vote of the ballots cast.

Section 4. There may be a motion to instruct the Secretary to record a unanimous ballot in favor of the recommendations presented by the Nominating Committee.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern SNHS in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and/or any special rules of order that SNHS may adopt.

ARTICLE XIII: POSITIONS ON SOCIAL AND POLITICAL ISSUES

SNHS may issue a formal position statement or opinion such as for scientific or political topics. A two-thirds majority of the Board shall decide at a regularly scheduled Board meeting whether or not a topic shall be presented to the membership for a vote. The membership shall be informed by mail or e-mail (at last known address) with not less than fifteen days of advance notice about a pending vote on the topic. This vote shall be at the next regularly scheduled meeting of SNHS. Provided a quorum is present eighty-five percent affirmative vote of the members in good standing present at that monthly meeting shall be required for the position statement or opinion to pass.

ARTICLE XIV: AMENDMENTS

The By-Laws may be amended by a two-thirds or greater majority vote of members in good standing present at any regular meeting or at any meeting specially called provided a quorum is present. The membership shall be informed by mail or e-mail (at last known address) with not less than fifteen days of advance notice about a pending vote on a By-Law amendment. If a quorum is not present when the vote is held, additional votes may be solicited by email. Within one week of the vote the President will notify the membership of the continuation and the amendment will still be valid with a two-thirds majority vote of all votes received in person and by email provided the total number of votes is equal to at least ten percent of the members in good standing. Votes by email must be received within one week of the President's notification.

Revised January 27, 2014