

**Below are proposed changes to the current Bylaws of the Inland Bird Banding Association. These changes are being made in order to make it easier to fill positions on the Board and improve continuity on the Board. These changes make our Board terms more like that of major ornithological organizations in North America. Items which are lined out would be removed from the Bylaws and items in red would be added. Please feel free to make comments and suggestions.**

## **ARTICLE VII OFFICERS**

**7.2 Election, Terms of Office, and Qualifications.** Each Officer (**President, First Vice President, and Second Vice President**) shall be elected for (**one term of two years**) ~~a term of one (1) year~~ by a majority of the votes cast by the active members present and voting at a legally constituted meeting and shall hold this office until a successor shall have been duly qualified and elected, unless such officer shall die, resign, cease to be qualified or be removed.

- (a) No officer shall execute, acknowledge or verify any instrument in more than one capacity.
- (b) No officer shall occupy at the same time any two offices on the Board.

**7.5 President.** The President shall be the Chief Executive Officer of the Corporation and shall have general supervision over the business of the Corporation, subject, however, to the control of the Board.

(a) The President may sign and execute in the name of the Corporation, deeds, mortgages, bonds, contracts, except in those cases where the signing and execution thereof shall be expressly delegated by the Board, or by these Bylaws, to some other office or agent of the Corporation.

(b) The President shall appoint the Editor, Membership Secretary and other such special appointees, subject to the approval of the majority of the Board.

(c) The President shall perform all duties incident to the office of the Chief Executive Office of the Corporation and such other duties as may be assigned by the Board.

(d) No person shall serve as President for more than (**one term before attaining the position of Past-President**) ~~five (5) consecutive terms~~.

**7.6 First Vice President.** At the request of the President, or in the President's absence or inability to perform duties, the First Vice President shall have all the duties of the President, and when so acting shall have all the powers of, and be subject to all of the restrictions upon the President.

(a) No person shall serve as First Vice President for more than (**one term before**) **before moving to the position of President** ~~more than five (5) consecutive terms~~.

**7.7 Second Vice President.** In the absence of both the President and First Vice President, or inability to perform their respective duties, the Second Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all of the restrictions upon the President.

(a) No person shall serve as Second Vice President for (**one term before**) **before moving to the position of First President** ~~more than five (5) consecutive terms~~.

**7.8 Secretary.** The Secretary shall:

(a) Certify and keep at the principal office of the Corporation, or at such other place as the Board shall from time to time authorize, the original or a copy of the Articles of Incorporation and the Bylaws, as amended or otherwise altered to date.

(b) Keep at the principal office of the Corporation, or at such other place as the Board shall from time to time authorize, a book of minutes of all Member's and Director's meetings, with the place, date, and time of holding, whether regular or special, and if special, how authorized, and the notices there of given, and the number of those present at the Board and special meetings.

(c) See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, unless otherwise directed by the Board.

(d) Be custodian of the records and see that the books, reports, statements and all other documents and records requested by law are properly kept and filed.

(e) Exhibit at all reasonable times to any Board Member upon application, the Articles of Incorporation, the Bylaws and minutes of proceedings of the Members and Board of the Corporation.

(f) In general perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned by the Board or by the President.

~~(g) No person shall serve as Secretary for more than five (5) consecutive terms.~~ (g) **A person shall serve in the position of Secretary for a term of five years with the option of running for one additional term. The reason for this to maintain a continuity for the organization.**

**7.9 Treasurer.** The Treasurer shall:

(a) Cause all securities acquired by the Corporation to be issued in the name of the Corporation or as the Board member shall designate.

(b) Keep and maintain or cause to be kept and maintained, adequate and correct amounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, and capital.

(c) Exhibit at all reasonable times the books of account and records to any Board member of the Corporation

(d) Render a statement of condition of the finances of the Corporation at all special meetings of the Board, and a full financial report at the annual Member's meeting.

(e) Receive and give receipts, if requested, for any moneys due and payable to the Corporation from any source whatever.

(f) Disburse payment for debts of the Corporation

(g) In general perform all the duties incident to the office of the Treasurer and such duties as from time to time may be assigned by the Board or by the President.

~~(h) No person shall serve as Secretary for more than five (5) consecutive terms.~~ **(h) A person shall serve in the position of Treasurer for a term of five years with the option of running for one additional term. The reason for this to maintain a consistent contact site for the organization.**

**8.0 Terms. At the completion of an individual's maximum cycle as an Officer, Secretary, Treasurer, or Director, the individual must remain off the Board for a period on one year unless she/he is appointed to a vacated position by the Board.**

\_\_\_\_\_ Accept the proposed changes to the Bylaws of the Inland Bird Banding Association (11/12/2016)

\_\_\_\_\_ Reject the proposed changes to the Bylaws of the Inland Bird Banding Association (11/12/2016)