

BYLAWS OF THE AMERICAN ORNITHOLOGISTS' UNION

(as amended to 1971)

Article I. Of Membership

Section 1. The membership of the Union shall consist of the following classes, based on the recognition of ornithological achievement: (1) Honorary Fellows, (2) Corresponding Fellows, (3) Fellows, (4) Elective Members, and (5) Members. Persons in the last three classes may be designated also according to special payment status as (A) Benefactor, (B) Patron, or (C) Life, as hereinafter provided. Honorary and Corresponding Fellows are eligible to become Patrons or Benefactors.

Section 2. Honorary Fellows shall be limited to 20. They shall be chosen for exceptional ornithological eminence from the Corresponding Fellows and must at the time of their election be residents of a country other than the United States of America or Canada.

Section 3. Corresponding Fellows shall be limited to 75. They shall be chosen for eminence in ornithology and must at the time of their election be residents of a country other than the United States of America or Canada.

Section 4. Fellows at the time of their election shall be residents or citizens of a political subdivision of the Western Hemisphere. The number of Fellows less than 60 years of age shall be limited to 50, and this without prejudice to the number, status, or further election of older Fellows.

Section 5. Elective Members at the time of their election shall be residents or citizens of a political subdivision of the Western Hemisphere. The number of Elective Members less than 60 years of age shall be limited to 200, and this without prejudice to the number, status, or further election of older Members.

Section 6. The class of Members shall not be limited as to number, residency, or citizenship.

Article II. Of Officers

Section 1. The officers of the Union shall be a President, a First Vice-President, a Second Vice-President, a Secretary, a Treasurer, and nine Elective Councilors. These officers, together with the Editor of "The Auk," the Ex-Presidents, and one designated representative each of the Wilson and Cooper Ornithological Societies, shall constitute the board of management, or Council, of the Union for the transaction of such business as may be assigned to it by the Bylaws or by the Union.

Section 2. The President shall preside at the business meetings of the Union, shall appoint all committees except such as are otherwise provided by the Bylaws, and shall be ex-officio a member of all committees, except when the committee or its chairman is appointed by the Council. In case of the President's absence or inability to act, the First Vice-President—or, if the latter is unavailable, the Second Vice-President—shall discharge the duties of the President.

Section 3. The Secretary shall keep a record of the meetings of the Union and of its governing bodies; shall give at least 3 weeks' notice to all Fellows, Elective Members, and Members of the time and place of all meetings except second and subsequent meetings of the Council or of the Fellows held during a Stated Meeting of the Union; shall, at least 3 weeks before each Stated Meeting, send to each Fellow a list of the nominees for the classes of Fellows and Elective Members and to each Elective Member a list of nominees for the class of Elective Members, with a statement of the residence of each nominee and the names of the Fellows or Elective Members signing his

nomination; shall report to the President, Vice-Presidents, and Treasurer all nominations for the class of Member received by him; shall notify all members-elect of their election and committees of their appointment; shall acknowledge all major donations to the Union and report them at the next Stated Meeting; and shall have charge of the corporate seal of the Union.

Section 4. The Treasurer shall receive all monies due or payable to the Union and shall pay all accounts against it when the same have been approved by the President. He shall receive officially all monies given or bequeathed to the Union, and shall transmit all principal to the Trustees. He shall make an annual report to the Union of all receipts and disbursements during the past fiscal year.

Section 5. Vacancies occurring in any office may be filled by vote of the Council until the next annual election.

Article III. Of Meetings

Section 1. Stated Meetings of the Union shall be held annually, at such time and place as the Union may determine. The time and place for any Stated Meeting, appointed by the Union, may be changed by the Council by a two-thirds vote of its members. Special meetings shall be called by the Council as occasion may require, due notice thereof being given by the Secretary.

As occasion demands, the Secretary, at the direction of the President, may submit matters for decision to the Council for vote by mail ballot. All such votes of the Council by mail ballot shall be placed on the record and reported for information at the next meeting of the Council.

Section 2. In meetings of the Fellows a quorum for the transaction of business shall consist of 10 Fellows; in meetings of the Fellows and Elective Members it shall consist of 15 Fellows and Elective Members.

Section 3. Five members of the Council shall constitute a quorum for the transaction of business.

Section 4. The scientific meetings of the Union shall be open to the public, unless otherwise ordered by a majority of the Fellows and Elective Members present.

Section 5. Meetings of the Council shall be held at the beginning of each Stated Meeting of the Union and at least once again during the Stated Meeting. Special meetings of the Council may be called by the President and Secretary, or by any four members of the Council.

Article IV. Of Elections, Resignations, and Expulsions

Section 1. All elections shall be by ballot, except as hereinafter provided.

Section 2. The President, the Second Vice-President, the Secretary, the Treasurer, the Editor of "The Auk," and three Elective Councilors shall be elected annually. The Elective Councilors shall serve for terms of approximately 3 years beginning at the close of the Stated Meeting at which they are elected, ending at the close of the third Stated Meeting thereafter, and staggered in such a way that three vacancies on the Council arise annually. They shall not be eligible to succeed themselves but may be reelected at a subsequent meeting. The terms of the President, Second Vice-President, Secretary, and Editor of "The Auk," shall begin at the close of the Stated Meeting at which they are elected and extend to the close of the next Stated Meeting. Unless otherwise arranged by the Council, the Treasurer shall assume office at the beginning of the fiscal year following his election and serve until the end of that year. The Editors and Investing Trustees shall be elected annually by the Council.

Section 3. Officers shall be elected by vote of the Fellows and Elective Members assembled at each Stated Meeting. With unanimous consent, the reelection of a President, a Secretary, or a Treasurer may be made by open vote. Otherwise, nominations for each officer shall be made by means of an informal ballot, the result of which shall be announced by the Secretary. Then the first formal elective ballot shall be taken, and a candidate receiving a majority of the ballots cast shall be declared elected. If the required number of electees fail to receive a majority on the first formal ballot, additional formal ballots shall be taken until each vacancy is filled.

One Vice-President shall be elected annually for a 2-year term. He shall be designated Second Vice-President during his first year of office and First Vice-President during his second year. A retiring Vice-President is not eligible for immediate reelection as Vice-President.

In the ballot for Elective Councilors, each voter may write on one ballot as many names as there are Councilors to be elected. Those candidates who receive the votes of a majority of the Fellows and Elective Members voting shall be declared elected, unless the number of persons receiving such a majority exceeds the number of vacancies to be filled. In that event, only the candidates receiving the highest majorities up to the number still eligible for election shall be declared elected.

Section 4. Nominations to the classes of Fellows and Elective Members shall be made in writing and shall state the candidate's name, residence, and address. Nominations of proposed Fellows shall be signed by three Fellows, and nominations of proposed Elective Members by three Fellows or Elective Members, and shall be delivered to the Secretary at least 3 months prior to the Stated Meeting at which the nomination is to be voted on.

Nominations made in this manner shall be supplemented by additional nominations proposed by a Committee of three Fellows, who shall be appointed by the President for 3-year rotating terms and who shall canvass the field.

Section 5. The number of Fellows to be elected at a Stated Meeting shall be decided by a majority vote of the Fellows present at that meeting.

On each formal ballot each Fellow present may vote for as many nominees as the number of vacancies to be filled, and the person or persons receiving the votes of at least two-thirds of the Fellows present shall be declared elected, unless the number of persons receiving such a majority exceeds the number of vacancies. In that event, only the candidates receiving the highest majorities, up to the number still eligible for election, shall be declared elected. If all the vacancies are not filled on the first formal ballot, additional ballots shall be taken until all the vacancies are filled, until a majority of the Fellows present vote to terminate the election, or until all the remaining candidates have been eliminated. Any candidate who in each of three successive ballots fails to receive the votes of half the Fellows present shall cease to be a candidate during the remainder of the Stated Meeting.

Before and during the election a discussion of the merits of the nominees will be in order.

Section 6. Election to the class of Elective Members shall be held in the following manner: The maximum number to be elected shall first be decided by a vote of the Fellows and Elective Members present at the Stated Meeting at which the election is to be held, but in no instance shall exceed 25 at one meeting. On one ballot each Fellow and Elective Member present may vote for as many nominees as the number of vacancies to be filled. The candidates receiving the highest number of votes on this ballot shall be declared elected, provided they receive a majority of the votes cast. If the vacancies agreed upon to be filled are not filled on the first ballot, a second ballot may be taken, provided a majority of the Fellows and Elective Members voting

so direct. Each Fellow and Elective Member present may vote for as many nominees not elected on the first ballot, as vacancies remain to be filled, and to the extent of such vacancies that candidates receiving the highest number, if a majority of the votes cast, shall be declared elected. In the case of a tie for the last available position, additional ballots shall be taken to include only those candidates receiving the equal and required number of votes.

Before the election a discussion of the merits of nominees will be in order.

Section 7. If a Fellow-elect or Elective Member-elect fails to notify the Secretary of his acceptance of election within 6 months after election, the Council may revoke his change in status.

Section 8. The nomination of Honorary Fellows and Corresponding Fellows shall be made by a special committee of three Fellows chosen by the President for their knowledge of contemporary ornithology abroad. Additional nominations may be made in writing, signed by three Fellows. Such nominations shall state the candidate's name, address, citizenship, residence, and qualifications, and shall be delivered to the Secretary and to the chairman of the special committee at least 3 months prior to the Stated Meeting at which the nomination is to be voted on. The nominees shall be voted on by ballot by the Fellows at a Stated Meeting, and the affirmative votes of three-fourths of the Fellows present shall be required for election. The number of Honorary Fellows and Corresponding Fellows to be elected at the meeting shall be decided by a majority vote of the Fellows present at that meeting, not to exceed the number of vacancies that exist. On the ballot each Fellow present may vote for as many nominees as the number of vacancies to be filled. If all vacancies are not filled on the first ballot, one additional ballot shall be taken. Honorary and Corresponding Fellows-elect shall be enrolled in the Union as of the stated class upon notifying the Secretary of acceptance of membership, provided they do so within 1 year after election.

Section 9. Candidates for the class of Members may be proposed by any member of the Union by his signature on an official application card, which must be signed by the candidate also. The membership proposals are to be submitted with annual dues for 1 year, through the Treasurer, to a committee consisting of the President, Vice-Presidents, Secretary, and Treasurer, which may approve them by majority vote. Voting may be by mail ballot at any time of the year.

Section 10. Only Fellows shall be eligible to hold the offices of President and Vice-President, to take part in the election of Fellows, including Honorary and Corresponding Fellows, and to make final decisions regarding amendments to the Bylaws. Elective Members shall have the right to vote in all other elections in which the Fellows vote and share with Fellows the exclusive eligibility to hold the offices of Secretary, Treasurer, and Elective Councilor. Elective Members shall convene annually with the Fellows to pass upon such business as the Council may refer to the joint meeting. Elective Members shall not participate in amending the Bylaws except in an advisory capacity or as Elective Councilors.

All Members, along with Fellows and Elective Members, are eligible to serve on any Committee except the few with regard to which the Bylaws specifically impose restrictions to the contrary.

Section 11. Resignations shall be submitted to the Treasurer for report to the President, Secretary, and Council.

Section 12. Any member may be expelled from the Union on satisfactory evidence that said member is an improper person to be connected with the Union, or has made improper use of his membership; such expulsion shall be by a two-thirds vote by ballot of the Fellows and Elective Members present at a Stated Meeting, 3 months'

previous notice of such proposed action having been given by the Secretary to each Fellow and Elective Member and to the member accused.

Article V. Of Fees and Assessments

Section 1. Annual dues shall be paid by all members, except Honorary Fellows, Corresponding Fellows, and members in the status of Benefactor, Patron, and Life. The amount of the annual dues shall be set by the Council.

Section 2. The annual assessment for the ensuing calendar year shall fall due on the first day of each September and shall be in arrears if not paid within 90 days thereafter.

Section 3. No Fellow or Elective Member in arrears for dues shall be entitled to vote or take part in the business of any meeting.

Section 4. The name of any member 1 year in arrears for dues shall be removed from the roll of membership unless otherwise ordered by Council, provided that the Treasurer shall have sent him two notices of indebtedness separated by an interval of at least 2 months.

Section 5. Fellows, Elective Members, and Members, not in arrears for dues, and all other classes of members shall receive the serial publication of the Union, entitled "The Auk," gratis.

Section 6. Life membership, exempting the holder from all further dues or assessments, may be obtained by members of all classes upon a single payment of 30 times the annual dues or payment of a like sum in four successive annual installments. Increases in the cost of Life membership shall not take effect until 90 days after the date on which an increased annual assessment falls due. When circumstances warrant Council may bestow Life membership gratis.

Section 7. Any person desirous of furthering the aims of the Union may, with the consent of the Council, become a Patron thereof on the payment, by gift or bequest, of \$1,000 to the General Endowment Fund or such other fund as may, in the particular case, be approved by the Council, and the name of the Patron shall be inscribed in perpetuity on the membership rolls of the Union.

Section 8. Any person desirous of furthering the aims of the Union may, with the consent of the Council, become a Benefactor thereof on the payment, by gift or bequest, of \$10,000 to the General Endowment Fund or such other fund as may, in the particular case, be approved by the Council, and the name of such Benefactor shall be inscribed in perpetuity on the membership rolls of the Union.

Article VI. Of Scientific Communications and Publications

Section 1. The Union may publish, under the direction of the Council, a serial journal of ornithology, called "The Auk," and such reports, proceedings, memoirs, and other works on ornithology as the Council may authorize.

Section 2. Communications on ornithology may be read at the scientific meetings of the Union by any member, or for him by any other member, by previous arrangement with the Secretary.

Section 3. Any member may read a paper for a person who is not a member and shall not be considered responsible for the facts or opinions expressed by the author, but shall be held responsible for the appropriateness of the paper. Persons who are not members may read papers on invitation of the President and with the approval of the committee on program.

Article VII. Of the Property of the Union

Section 1. A board of three Trustees elected by the Council at each Annual Meeting shall hold all the funded property of the Union in trust with power to sell and to reinvest according to their judgment.

Section 2. No contract shall be binding upon the Union that has not been authorized by the Council. All appropriations shall be made by the Council. With the written approval of the President an expenditure may exceed its appropriation by up to 20 percent of the amount of the appropriation. Expenditures exceeding the appropriated amount by more than 20 percent require a prior supplemental appropriation by the Council by mail ballot.

Section 3. Bequests and trusts having for their object the advancement of ornithology may be accepted and administered by the Union. Such devises, bequests, donations, or gifts having for their object the promotion of science or the welfare of the Union, may be accepted by the Council for the Union. Before acceptance of any such trust the Council shall consider the object of the trust and all conditions or specifications attached thereto, and shall make a report of its action to the Union. Unless otherwise provided by the deed of gift, the income of each trust fund shall be applied to the objects of that trust by the action of the Union on the recommendation of a standing committee of that fund.

Section 4. In the event of dissolution or termination of the Union, title to and possession of all the property of the Union shall pass forthwith to such organization dedicated to similar purposes and qualified for exemption under the Internal Revenue Code of 1954 as amended, as the Council of the Union shall deem best qualified to carry on the functions of the Union.

Article VIII. Of Additions and Amendments to the Bylaws

Notice of proposed additions and amendments to the Bylaws must be in writing, signed by two Fellows, and read at a session of the Fellows in a Stated Meeting of the Union. Such additions and amendments shall be referred to the Council, which may amend them, and the Council shall report thereon to the Fellows at the same Stated Meeting. This report shall then be considered by the Fellows for amendment; and any proposition approved by the Fellows for adoption shall be published in "The Auk" in the Proceedings of the Union and be voted upon by the Fellows at the next Stated Meeting. If it then receives two-thirds of the votes cast, it shall be declared adopted.

Absent Fellows may send their vote on pending changes in the Bylaws to the Secretary in writing, and such votes shall be counted as if the Fellows were present.