

BYLAWS OF
THE AMERICAN ORNITHOLOGISTS' UNION
(As Amended to 1975)

SUPPLEMENT TO
THE AUK
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(as Amended to 1975)

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 30. 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 75, 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 President-elect, a Vice-President, a Secretary, a Treasurer, and nine Elective Councilors. These officers, together with the Editor of THE AUK, the Editor of ORNITHOLOGICAL MONOGRAPHS, and the Ex-Presidents, 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 President-elect or if the latter is unavailable, the 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 three 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 three 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-President, 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.

Section 6. Only Fellows shall be eligible to hold the offices of President, President-elect, 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 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.

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 ten 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. The President-elect, the Vice-President, the Secretary, the Treasurer, and three Elective Councilors shall be elected by vote of the Fellows and Elective Members assembled at Stated Meetings. All elections shall be by ballot except that with unanimous consent the reelection of a Secretary or a Treasurer may be made by open vote.

Section 2. Each Fellow and Elective Member shall be invited in advance of the Stated Meeting at which an election is to be held,

to nominate, in writing to the Secretary, one person for President-elect, one person for Vice-President, and three persons for Elective Councilors. These nominations shall be presented at the Stated Meeting of Fellows and Elective Members. Additional nominations may be made from the floor. For each office, Fellows and Elective Members may vote for as many candidates as there are positions to be filled. 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. Additional ballots may be taken as necessary until all positions are filled.

Section 3. A President-elect shall be elected every two years. The term of the President-elect shall begin as the close of the Stated Meeting at which he is elected and end at the close of the second Stated Meeting thereafter. After completion of this term of office, the President-elect automatically becomes President for a similar two-year term. In the case of death or incapacitation of the President, the President-elect shall automatically become President until the close of the next Stated Meeting and shall then serve a full term as President. A new President-elect shall be elected at the first Stated Meeting following any such succession of the President-elect to President. If, after the normal term of office, a President-elect declines to succeed to the office of President, a President shall be elected from the nominees for the office of President-elect presented at that Stated Meeting.

Section 4. The Vice-President shall be elected annually and may not succeed himself. The term of office shall begin at the close of the Stated Meeting at which election takes place and end at the close of the next Stated Meeting.

Section 5. The Secretary and the Treasurer shall be elected annually. Nominations for these officers shall be made from the floor with consent of the nominee. Formal elective ballots shall be taken, and the candidate receiving a majority of the ballots cast shall be declared elected. If no candidate receives a majority on the first ballot, additional ballots shall be taken until the offices are filled.

The term of office of the Secretary shall begin at the end of Stated Meeting at which election takes place and shall continue to the close of the next Stated Meeting. Unless otherwise arranged by Council, the Treasurer shall assume office at the beginning of the fiscal year following election and shall serve until the close of that fiscal year.

Section 6. Three Elective Councilors shall be elected annually by vote of the Fellows and Elective Members assembled at each Stated Meeting. The Elective Councilors shall serve for terms of approximately three years, beginning at the close of the Stated Meeting at which they are elected and ending at the close of the third Stated Meeting thereafter. If an additional vacancy arises, a Fourth Elective Councilor shall be elected to fill the unexpired term.

Section 7. The Editor of THE AUK, the Editor of ORNITHOLOGICAL MONOGRAPHS, and the Investing Trustees shall be elected annually by the Council. Their terms of office shall begin at the close of the Stated Meeting at which election takes place and shall continue until the close of the next Stated Meeting.

Section 8. 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 three 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 three-year rotating terms and who shall canvass the field.

Section 9. 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 10. 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 twenty-five in number 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, those 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 11. Fellows-elect and Elective Members-elect shall be enrolled in the stated class upon notifying the Secretary of acceptance provided such acceptance is received within six months after election.

Section 12. 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 three 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 the 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 one year after election.

Section 13. 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 one year, through the Treasurer, to a committee consisting of the President, President-elect, Secretary, and Treasurer, which may approve them by majority vote. Voting may be by mail ballot at any time of the year.

Section 14. Resignations shall be submitted to the Treasurer for report to the President, Secretary, and Council.

Section 15. 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, three 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 that 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 one 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 two 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.

Section 9. If both husband and wife are members of the Union and wish to receive only one copy of each issue of THE AUK, they may request a family membership, which will carry a rate of annual assessment to be set by the Council.

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 person 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 which 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 per cent of the amount of the appropriation. Expenditures exceeding the appropriated amount by more than 20 per cent 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

Proposed additions and amendments to the Bylaws must be submitted to the Secretary in writing, signed by two Fellows, at least ninety days prior to a Stated Meeting. The Secretary will notify Fellows of the proposals at least two weeks in advance of the Stated Meeting at which they are to be considered. Proposed amendments shall be read at a session of the Fellows in a Stated Meeting of the Union and if accepted in principle shall be referred to the Council for consideration. The Council shall report any recommended action to the Fellows at the same Stated Meeting, and the proposal and recommendations shall then be considered by the Fellows. Any proposal approved for adoption by a majority of the Fellows in attendance shall be published in THE AUK in the Proceedings of the Union and shall be voted upon by the Fellows at the next Stated Meeting unless further amended, in which case it shall be republished and voted upon at the next Stated Meeting. A proposal receiving two-thirds of the votes cast at this time shall be declared adopted and shall become effective at the close of the Stated Meeting at which adopted unless otherwise stipulated by the Fellows.

Absent Fellows may send their votes on pending changes in the Bylaws to the Secretary in writing, and such votes shall be counted as if the Fellow were present, unless the proposal has been amended.

CERTIFICATE OF INCORPORATION
OF THE
AMERICAN ORNITHOLOGISTS' UNION

This Is To Certify that we whose names are hereto subscribed, citizens of the United States, and a majority of whom are citizens of the District of Columbia, have associated ourselves together, pursuant to the provisions of Section 545 to 552 inclusive of the Revised Statutes to the United States relative to the District of Columbia, and under an Act to amend the Revised Statutes of the United States, approved April 23, 1884 (23d Statutes at Large, p. 13), as an Association and body corporate, to be known by the corporate name of THE AMERICAN ORNITHOLOGISTS' UNION, for the term of ninety-nine years.

The particular objects and business of this Association are the advancement of its members in Ornithological Science; the publication of a journal of Ornithology and other works relating to that science; the acquisition of a library; and the care and collection of materials relating to the above objects, under the restrictions and regulations established in its By-Laws.

The affairs, funds, and property of the corporation shall be in the general charge of a Board of Management, the number of whose members for the first year shall be twelve, consisting of a President two Vice-Presidents, a Secretary, a Treasurer, and seven other members, styled Councilors, all of whom shall be chosen by ballot from among the members, at the annual meeting. The duties of these officers, and of other officers and standing committees, and the terms and manner of their election or appointment, shall be provided for in the By-Laws.

WITNESS OUR HANDS AND SEALS, this fourteenth day of November, Eighteen hundred and eighty-eight:

ROBERT RIDGWAY (Seal)
HENRY W. HENSHAW (Seal)

C. HART MERRIAM (Seal)
LEONHARD STEJNEGER (Seal)
ALBERT K. FISHER (Seal)

Witness to all signatures
JNO. D. McCHESNEY

DISTRICT OF COLUMBIA, SS:

I, John D. McChesney, a Notary Public in and for the District aforesaid, DO HEREBY CERTIFY That Robert Ridgway, Henry W. Henshaw, C. Hart Merriam, Leonhard Stejneger, and Albert K. Fisher, parties to a certain Certificate of Incorporation bearing date on the fourteenth day of November, A. D. 1888, and hereunto annexed, personally appeared before me, in the District aforesaid, the said Robert Ridgway, Henry W. Henshaw, C. Hart Merriam, Leonhard Stejneger, and Albert K. Fisher being personally well known to me to be the persons who executed the said Certificate, and acknowledged the same to be their act and deed.

Given under my hand and
notarial seal, this 14th day
of November, A. D. 1888.
(Seal) JNO. D. McCHESNEY,
Notary Public.

OFFICE OF THE RECORDER OF DEEDS,
DISTRICT OF COLUMBIA.

Received for Record Nov. 15, 1888, at 10:41 A. M.
Recorded in Liber No. 4, folio 382, Act of Incorporation Dist. of Col.
Examined by

JAS. M. TROTTER,
Recorder.