

BY-LAWS OF THE EUGENE NATURAL HISTORY SOCIETY, INC.

ARTICLE I - Name, Authority, and Location

Section 1. The name of this Corporation shall be: Eugene Natural History Society.

Section 2. The Eugene Natural History Society is a non-profit, scientific and educational association, incorporated under the statutes of the State of Oregon, and governed by a Board of Directors. The Corporation may involve itself in any matters that are within its authority as a domestic, non-profit corporation of the State of Oregon as granted by the Secretary of State.

Section 3. The principal place of this Corporation shall be located in Eugene, Oregon, at such place as the Board of Directors may from time to time designate, with an official agent as the Board of Directors may from time to time designate.

Current mailing address is:
P.O. Box 3082
Eugene, Oregon 97403

Current registered agent is:
Tom Titus
3550 Mill Street
Eugene, Oregon 97405

ARTICLE 2. - Purposes

Section 1. The purposes for which this Corporation is organized are:

- a. To pursue scientific, educational, and recreational activities.
- b. To study and implement conservation issues.
- c. To acquire both real and personal property.
 - (1) To establish bank and/or savings accounts.
 - (2) To borrow money, and to do other such things as are provided by the laws of the State of Oregon for a domestic, non-profit Corporation.

ARTICLE III -Membership

Section 1. Any person interested in any of the various fields of natural history is eligible for Membership in the society.

Section 2. To be a member in good standing, dues shall be paid according to a schedule prepared by the Board of Directors and ratified by the members at the Annual Meeting of the membership or any Special Meeting held for the purpose.

Section 3. Annual dues are payable on September 30 of each year. Life memberships may be paid at any time.

ARTICLE IV - Board of Directors

Section 1. The business and affairs of the Corporation shall be managed and controlled by a Board of Directors. The Board shall consist of 12 elected Directors, which shall consist of 6 officers and 6 Directors. The number of Directors for any year may be altered by the Members at the Annual Meeting; or at any Special Meeting held for the purpose.

Section 2. Directors shall be elected by the Members of the Corporation at the Annual Meeting, or at Special Meetings, and shall hold office for a term of one year, or until their successors are elected, beginning July 1.

Section 3. Vacancies occurring in the Board for any cause may be filled for the unexpired term by a majority vote of the Directors present at any Board meeting at which a quorum is present. Any Director who is absent from 3 or more consecutive Board meetings may be requested to vacate the position.

Section 4. The elected Directors shall not receive, directly or indirectly, any salary or other compensation from the Corporation. Employees of the Corporation shall receive such compensation as may from time to time be determined by the Board of Directors.

ARTICLE V - Officers and their Duties

Section 1. Officers.

a. The officers shall be a President, the Immediate Past President, a First Vice-President, a Second Vice-President, a Secretary and a Treasurer.

Section 2. Duties.

a. The President of the Board shall be the Chief Executive Officer of the Corporation and shall preside at the Regular, Annual and Special Meetings of the Members and at the Regular and Special Meetings of the Board of Directors. The President shall call all meetings as herein provided, enforce these By-Laws, and present, at the Annual Meeting of the Corporation, a report on the activities of the Corporation.

b. The Vice-Presidents shall attend the meetings of the Corporation, preside at meetings in the absence of the President as the President or Board assigns, and perform such other duties as the Board of Directors shall from time to time prescribe.

c. The Secretary shall attend the meetings of the Corporation and record the proceedings of the Board of Directors at all its meetings and of the Membership at its Annual and Special meetings, and shall perform such other duties as the Board of Directors shall from time to time prescribe.

d. The Treasurer shall be the financial officer of the Corporation and shall receive and deposit in a bank or banks, to be approved by the Board of Directors, all the monies of the Corporation and keep an accurate account thereof. The Treasurer shall make disbursements, subject to such regulations as may be determined from time to time by the Board of Directors, and shall make reports of the finances of the Corporation annually and whenever requested by the Board of Directors. The Treasurer shall guide the preparation of the budget for the fiscal year. At the end of his/her term of office, the Treasurer shall deliver to his/her successor all books, monies, and other property of the Corporation then in his/her possession.

e. The Immediate Past President shall advise the Board in its deliberations and shall preside at any meetings as assigned by the President.

ARTICLE VI - Nominations and Elections

Section 1. Nominations.

a. The Board of Directors will prepare a slate of nominees to be elected as Directors and Officers at the Annual Meeting of the Corporation. Nominations may also be made from the floor at the Annual Meeting, provided prior consent of the Nominee has been obtained.

b. Nominations by the Board of Directors shall be published in the notice of the Annual Meeting.

Section 2. Elections.

Method of voting shall be at the discretion of the Board of Directors and the highest number of votes for each Officer or Director shall elect.

ARTICLE VII - Committees

Section 1. Executive committee.

The Officers of the Corporation shall constitute themselves an Executive Committee and, between meetings of the full board, shall exercise such powers as delegated to it by the Board of Directors. All actions of the Executive Committee shall be subject to the approval of the Board. The Executive Committee shall meet upon call of the President of the Board and a quorum shall consist of three (3) members.

Section 2. Special Committees.

The President, with the approval and consent of the Board of Directors, may appoint Special Committees at any time. A committee may be dissolved by the President at any time with the consent and approval of the Board of Directors. Committee Meetings shall be called by the Chairperson thereof.

ARTICLE VIII - Fiscal Affairs

Section 1. The Fiscal Year of the Corporation shall be from July 1 to June 30, both inclusive.

Section 2. After the close of each Fiscal Year of the Corporation, the financial transactions of the Corporation for the preceding Fiscal Year shall be audited by a person familiar with accounting procedures who is independent from the Treasurer, as directed by the Board of Directors. Report of such audit shall be made available to the Membership.

Section 3. All funds raised within the territory of the Corporation shall be deposited in banks or depositories in the name of the Corporation upon resolution made by the Board of Directors of the Corporation. All Withdrawals from such banks or depositories shall be made only by checks or similar orders bearing the signature of the Treasurer or the President. All bills shall be approved for payment by the Board of Directors.

Section 4. All officers and other persons who may be authorized by the Board of Directors to receive or disburse funds of the Corporation may be required to furnish bonds for the faithful discharge of their duties, in such sums and with such surety and on such conditions as the Board of Directors shall from time to time determine or authorize. The expense of such bonds shall be borne by the Corporation.

Section 5. A budget for the new Fiscal Year shall be prepared by the Treasurer for approval by the Board of Directors at its last meeting prior to the Annual Meeting in May.

Section 6. In the event of dissolution or termination, the assets of the Corporation in excess of that required to satisfy its obligations and liabilities shall be given over to the University of Oregon Museum of Natural and Cultural History in Eugene, Oregon, and shall not inure to any individual.

ARTICLE IX - Meetings

Section 1. Membership meetings.

a. Regular Membership Meetings shall be held from September through May, on the third Friday of each month, if that day is convenient. The day of the meeting may be changed by the Board of Directors.

b. Special Membership Meetings may be called at the discretion of the President, or upon the request of 4 Directors, or 12 members.

c. The Regular Membership Meeting held in May shall be considered the Annual Meeting of the Corporation, unless the Board of Directors specifies an earlier date.

d. Notice of Regular, Special, or Annual Meetings shall be mailed or sent electronically to the members in good standing not less than 5 days nor more than 30 days before the meeting.

e. A Quorum at these meetings shall be 10 percent of the current membership. Every member shall be entitled to one (1) vote.

Section 2. Board Meetings.

a. Regular Meetings of the Board of Directors shall be monthly, on such dates and at such times as the members of the Board may from time to time decide.

b. Special Meetings of the Board of Directors may be called at any time by the President of the Board and shall be called upon the request of any two members of the Board.

c. Notice of all Regular and Special Meetings of the Board shall be delivered to each Director at least two days before the meeting; but any meeting of the Board of Directors shall be a legal meeting without notice if each Director, by a writing filed with the records of the meeting, waives such notice.

d. A Quorum shall be (5) Members of the Board of Directors.

e. Any member of the Corporation in good standing may attend meetings of the Board of Directors.

ARTICLE X - Rules of Order

Section 1. "Robert's Rules of Order" shall be the parliamentary authority for all matters of procedure not specifically covered by these By-Laws.

ARTICLE XI - Amendments.

Section 1. These By-Laws may be added to or amended at the Annual Meeting or at a Special Meeting called for the purpose. Published notice of such meeting shall be made available to the members at least 30 days in advance of such meeting. At the meeting following publication, the amendments and their effects shall be explained.

Section 2. A 2/3 vote of the members present at the following meeting shall be required for approval.

SUBSEQUENT ACTION

These By-Laws, as amended, were presented to, and ratified by, the Membership at its Meeting of

Date _____ President _____
(signature)

Secretary _____
(signature)

EUGENE NATURAL HISTORY SOCIETY BOARD POSITION DESCRIPTIONS

President

From the By-laws: The President of the Board shall be the Chief Executive Officer of the Corporation and shall preside at the Regular, Annual, and Special Meetings of the Members and at the Regular and Special Meetings of the Board of Directors. The President shall call all meetings as herein provided, enforce these By-Laws, and present, at the Annual Meeting of the Corporation, a report on the activities of the Corporation.

- Monthly speaker duties
 - Recruits (with the help of the Board) and corresponds with speakers
 - Establishes initial contact of prospective speakers
 - Schedules confirmed speakers and requests general topic information
 - Confirms talk title; record to spreadsheet
 - Corresponds with speakers one week prior to speaking (dinner, room equipment, sends the speaker info sheet)
 - Recruits and corresponds with lecture co-sponsors as needed
 - Sets up dinner reservation and orders food (emails Board, counts participants, calls restaurant)
 - Runs monthly speaker programs (introduces speakers; if necessary sets up computer, projector, and sound)
- Board of Directors meetings
 - Prepares and sends agenda, prior month's minutes, and other pertinent information to Board members
 - Chairs monthly Board meetings
 - Helps recruit Board members
- Communications
 - Handles community outreach communication (e.g., with organizations/people seeking an endorsement)
 - Handles collaborations with other organizations
 - Handles communications with public (e.g., questions about talk, speaker recommendations, occasional feedback)
- *Nature Trails (NT)* publication support
 - Writes a monthly column for *NT*
 - Distributes to natural science related departments (e.g., Biology, Neuroscience, Molecular Biology, Center for Ecology and Evolutionary Biology, Geology, Museum of Natural and Cultural History)
 - Helps with *NT* mailings

Vice-President

From the By-laws: The Vice-Presidents shall attend the meetings of the Corporation, preside at meetings in the absence of the President as the President or Board assigns, and perform such other duties as the Board of Directors shall from time to time prescribe.

Secretary

From the By-laws: The Secretary shall attend the meetings of the Corporation and record the proceedings of the Board of Directors at all its meetings and of the Membership at its Annual and Special meetings, and shall perform such other duties as the Board of Directors shall from time to time prescribe.

- Takes minutes at the monthly Board meetings
- Merges these minutes with the Treasurer's reports
- Transcribes minutes into a final format; prints and archives
- Distributes minutes to Board members via email prior to monthly meetings; prints paper copies for the Board meeting
- Provides occasional communications as needed for speakers, field trips, and other ENHS special projects
- Serves as archivist of ENHS history, Board minutes/budget reports and organization's documents (discussion needed)

Treasurer

From the By-laws: The Treasurer shall be the financial officer of the Corporation and shall receive and deposit in a bank or banks, to be approved by the Board of Directors, all the monies of the Corporation and keep an accurate account thereof. The

Treasurer shall make disbursements, subject to such regulations as may be determined from time to time by the Board of Directors, and shall make reports of the finances of the Corporation annually and whenever requested by the Board of Directors. The Treasurer shall guide the preparation of the budget for the fiscal year. At the end of his/her term of office, the Treasurer shall deliver to his/her successor all books, monies, and other property of the Corporation then in his/her possession.

- Records member information and dues payments in cooperation with keeper of *NT* mailing list
- Records and deposits dues and other revenue
- Disburses speaker honorarium funds, *NT* production costs, field trip and miscellaneous expenses
- Keeps accurate records of all transactions
- Balances bank accounts and reconciles books
- Monitors any needed CD renewals
- Files annual tax report to IRS
- Helps monitor PO Box mail as needed
- Pays annual State of Oregon Corporation Division fee
- Prepares monthly Board meeting budget reports and other reports as needed

Immediate Past President

From the By-laws: The Immediate Past President shall advise the Board in its deliberations and shall preside at any meetings as assigned by the President.

***Nature Trails* Editor**

- Edits and produces the monthly ENHS publication
- Monthly speaker articles
 - Contacts speaker for the upcoming month (usually two-four weeks before publication)
 - Interviews speaker
 - Writes the introduction; coordinates editing and corrections with the speaker
 - Solicits and formats related photographs (cover and internal photos as space allows)
 - Coordinates and edits as needed two monthly essay submissions
 - Optionally contributes essays as needed
- Produces a monthly events calendar from organizations sharing a common interest with ENHS
- Writes announcements, thank you inserts and other misc. items for *NT*
- Prepares a monthly *NT* Board meeting report prior to publication/distribution
- Incorporates any last editing suggestions
- Prepares the print version, electronic/Web version, and advertising flier
- Submits flier and speaker profile to the publicity coordinator about 10 days before publicity deadlines
- Submits the print version, electronic/Web version and the advertising flier to the mailing coordinator about three days before publication date
- Submits Web version to Web master
- Contributes to identifying prospective speakers

***NT* Mailing Coordinator**

- Keeps a database of members (using Bento software*)
 - Picks up checks from the P.O. box; enters contact information into database
 - Receives additional check information from Treasurer; enters information into database
 - Maintains data files for *NT* mailed and electronic versions in Excel; backs up file copies
- **Nov. 2015: Bento is no longer available; next person will need to convert to other software*
- Coordinates distribution of *NT*
- Receives, via email *NT* print version and electronic/Web version from Editor about three days before printing
 - One copy is formatted for the printed version for mailing
 - The electronic version is prepared for electronic/Web version
- **Nov. 2015: generated using Genesis software*
 - The advertising flier is received at the same time; prints in color
- Prints out mailing labels from database; purchases stamps for all mailed copies
- Coordinates the *NT* mailing group that meets on the Friday before the monthly program
 - Folds, staples and stamps newsletter
- Mails *NT* and emails electronic versions

Publicity Coordinator

- Maintains Publicity Email List
 - Obtains the ENHS member email addresses from the Membership Coordinator annually
 - Adds new email addresses of both members and nonmembers gathered at events and monthly meetings
 - Gives attention to critical addresses: Eugene Register-Guard (RG), KLCC radio*, Eugene Weekly
**At present (Jan. 2016) we do not have a contact for the radio*
 - Maintains publicity contacts in relevant UO departments; updates regularly
 - Revises Publicity Email List when undeliverable emails are returned
 - Occasionally cross indexes this list with the *NT* mailing coordinator's Excel file
 - Sends updates of member email addresses to the Mailing Coordinator
- Creates the press release
 - Receives flier and speaker profile from *NT* Editor about 10 days before publicity deadlines
 - The RG "Outdoor" section is published Tuesday; deadline is the Friday before; begin press release five days before deadline
 - Uses standard template and inserts current speaker's information and detail
 - Sends press release with flier attached to the entire Publicity Email List as a blind copy

Education Booth Coordinator

- Manages and maintains educational booth
 - Booth objective: to encourage children to explore nature items and inform adults about our programs and upcoming activities
 - Two annual venues: Mount Pisgah Arboretum Spring Wildflower Festival and Fall Mushroom Festival
 - Confirms participation with Arboretum Event Coordinator
 - Booth is located with other non-profit organizations on the site
- Recruits volunteers
 - Solicits volunteers at the monthly presentation prior to each event
 - Reminds *NT* Editor to publish volunteer recruitment notice in the two issues prior to each event
 - Enlists one or two volunteers for about 1 hour mid-day Saturday for booth set up
 - Enlists 8 volunteers for four 2-hour shifts between 9am and 5pm
 - Enlists two volunteers for about 1 hour on Sunday at 5pm to take down booth
 - Enlists Board members for time slots to be paired with volunteers
- Pre-event booth handouts
 - Coordinates with ENHS Membership Coordinator to print extra *NT* copies as handouts
 - Prepares handout of ENHS contacts and yearly schedule of monthly presentations (2-up per sheet/50 copies = 100 total); prints 6-10 membership forms
- Saturday pre-event schedule (2 hour job)
 - Picks up everything from storage
 - Arrives at site (non-profits area) at approximately noon and selects a good, level spot
 - Opens up EZ-up canopy, extends legs to first notch and attaches side panels
 - Puts up poster hanging strips and posters
 - Extends canopy legs to highest position so canopy is as level as possible
 - Sets up and levels tables in a U-shape with an opening at the front
 - Stores all remaining equipment and specimens stored in plastic bins under the tables overnight
- Sunday schedule (start at 8 am; day = 9 hours including set-up, volunteer shifts and takedown)
 - Sets up displays (including two "Please Touch" tables), places handouts and arranges any special displays
 - Leaves booth tending instructions and shift schedule with first shift
- Booth takedown (5 pm – 6 pm)
 - Packs everything, takes down canopy, packs vehicle and returns supplies to storage
 - Dries out wet items as needed
- Inventory

<u>Quantity</u>	<u>Description</u>
○ 1	10'×10' EZ-Up canopy with side panels
○ 6	poster hanging strips

- 15 laminated posters for display in waterproof portfolio
- 5 2'×4' folding tables with adjustable legs for leveling
- 5 table cloths
- 3 storage bins of display material: rocks, bones – “Please Touch” stuff
- X miscellaneous display cases and large exhibits
- 2 folding chairs
- 4 3'×5' carpet remnants (between tables)

(Booth material can be stored in a garage space equivalent to a stack 6 feet long, 6 feet high, 2 feet deep. Supplies fit into a van, SUV, or the back of a small pickup.)

- Takes occasional inventories, handles additions, labeling; cleans and repairs specimens
- Coordinates additional occasional education displays as needed
- Note - 2016 Mt. Pisgah Fall Mushroom Festival
Andrew Sermak toby.dammit@yahoo.com brings live salamanders in cases. There are laminated explanation sheets that go with these animals. Only booth workers should carefully pick up the cases to show people. Keep the paper towels in the cases moist using his spray bottle of water. Place cases near the back so they don't get overheated on those rare sunny event days.

Web master

- Manages ENHS website <http://pages.uoregon.edu/enhs>
 - Adds and updates content as needed
 - Maintains password access
 - Posts electronic version of *Nature Trails* shortly after monthly meeting
 - President has access to the web management system

Historian Board will take up discussion of creating this position in the fall/2016

- Manages ENHS historic files
- Scans documents as needed
- Stores materials
- Makes information available to interested parties

Photo Archivist

- Manages ENHS photo collection in FLICKR
- Distributes password to Board members as needed

April 2016