



P.O. Box 1401, Guelph, Ontario N1H 6N8
Charitable Registration Number: 89155 7845 RR0001

CONSTITUTION

ARTICLE I NAME

The name of this organization shall be Nature Guelph hereinafter called the Club. The legal name shall remain as Guelph Field Naturalists.

ARTICLE II OBJECTIVES

The Club shall be a non-profit organization having the following objectives:

- (a) To stimulate interest in and an understanding of natural history among the members of the Club, and the community at large, with particular attention to young people.
- (b) To promote the wise use and conservation of our natural resources.
- (c) To protect and preserve our natural flora and fauna.
- (d) To cooperate with other organizations having similar objectives and ideals.

ARTICLE III MEMBERSHIP

- Membership shall be open to all persons at the discretion of the Club executive, (subject to appeal at the next general meeting), age thirteen years or older, who are in sympathy with and whose actions are consistent with the objectives of the Club.
- A member is in good standing on:
 - The payment of the appropriate fee prescribed in by-law for the current membership year or,
 - Being elected an Honorary Member according to by-law or,
 - Being awarded a 12 month Complimentary Membership according to by-law.
- The classes of membership shall be as follows:
 - Individual
 - Student
 - Complimentary
- Membership entitles an individual to:

- be an officer of the Club and
- participate in general meetings in conformity with our constitution and by-laws.
- The Membership Year coincides with the Fiscal Year (Article V)
- A memberships is deemed suspended and the member to be no longer in good standing, for non-payment of fees after January 1st.

ARTICLE IV MEMBERSHIP FEE

The annual membership fees shall be as per by-law x, determined by a recommendation of the Executive, approved by a majority vote at the annual meeting.

ARTICLE V FISCAL YEAR

The fiscal year of the Club shall be from July 1 to June 30.

ARTICLE VI DISSOLUTION OF THE CLUB

In the event of the dissolution of the Club, after payment of all debts and liabilities, its remaining property shall be distributed to one or more non-profit organizations whose objectives are similar to those of the Club, and which carry on their work in Ontario.

ARTICLE VII THE EXECUTIVE

The Executive of the Club shall consist of the following four elected officers, the Past-President and officers as appointed by the elected officers.

Elected Positions

- President
- Vice President
- Secretary
- Treasurer

Appointed Positions

- Membership Chair
- Newsletter Chair
- Environmental Action Chair
- Conservation Projects Chair
- Educational Chair
- Ontario Nature Chair
- Website/Social Media Chair
- Publicity Chair
- Facilities Chair
- Volunteer Chair

The Executive, by a majority vote, may make appointments to fill a vacancy occurring among them; such appointments to be for the remainder of the term of office of this Executive.

The Executive shall meet not less than six times during its terms of office.

ARTICLE VIII

ELECTION OF OFFICERS

(a) A Nominating Committee, consisting of the Past President as chair, and two other members at large, shall be formed ninety days before the Annual General Meeting (AGM) to prepare a proposed slate of officers, which shall be communicated to the members together with the notice of the annual meeting twenty-one (21) days before the date of the AGM.

(b) Additional nominations may be made to the chair of the Nominating Committee or at the annual meeting, with prior consent of the nominee. The chair shall declare nominations closed after calling for nominations three times. The officers shall be elected by a majority vote of members in good standing at the annual meeting.

(c) The term of office shall be for one year; this year to be coincident with the fiscal year.

ARTICLE IX

COMMUNICATION WITH MEMBERS

Official Club communication shall be by e-mail to those who have given the Club an e-mail address, and by mail to those who have given a street address only.

ARTICLE XI

COMMITTEES

The Executive may appoint such committees as it deems necessary to carry on the work of the Club.

ARTICLE XII

QUORUM

a) For Executive meetings, a quorum shall be more than 50% of the executive members.

(b) For the transaction of business at any general or special meeting of the Club, the quorum shall be more than 25% of members in good standing.

ARTICLE XIII

VOTING

- A motion can only be voted on if proposed and seconded by members in good standing.
- Voting at meetings shall be by a show of hands, unless a motion requesting a secret ballot is passed (?)
- Each member in good standing is entitled to one vote.
- The Chair shall declare a motion is passed, if the majority of the eligible votes cast are in favour of the motion. This means that a tie vote defeats the motion.

ARTICLE XIV

MEETINGS OF THE CLUB MEMBERS

- a) At least six general meetings shall be held each year. Notice of these meetings shall be communicated to members no later than three days prior to the meetings.
- (b) The annual meeting shall be held * within sixty days prior to the close of the fiscal year, at a date selected by the executive.
- c) Notice of the Annual General Meeting and any special meetings shall be communicated to the members not later than twenty-one days before the meeting.
- (d) Special meetings shall be called by the Secretary or President on receipt of a written request by a minimum of six members.

ARTICLE XV

AMENDMENTS

- (a) This Constitution may be amended by a motion presented by the Executive at an AGM of the Club, and voted on by the members present.
- Provided that notice of the proposed motion has been communicated to the members at least twenty-one days prior to the meeting at which the amendment is proposed.
 - Provided that the motion receives at least a two-thirds majority of the votes cast.
- (b) The By-Laws of the Club may be amended or expanded, provided that:
- the changes are consistent with the articles of this constitution, and
 - provided that notice of the proposed changes is communicated to the members twenty-one days in advance of the meeting at which the changes are to be made, and
 - Provided that the motion receives at least a simple majority of the votes cast.

ARTICLE XVI

AFFILIATIONS

The Club shall be affiliated with Ontario Nature (Formerly known as the Federation of Ontario Naturalists).
The Executive shall appoint a representative each year** to Ontario Nature.

* Amended June 1983

** Amended June 1993

*** Amended May 2011

****** Added July 2013 to clarify the timing of booking the Arboretum. Not yet ratified as an amendment.**

BY-LAWS****

BY-LAW 1

MEMBERSHIP CLASSES

Individual membership shall be granted to all who meet the constitutional requirements and do not fall under the following categories.

Student membership shall include persons age sixteen or older, who are full-time students at any recognized educational institution

Complimentary Membership may be granted at the discretion of the executive. This non-voting membership shall be for one year.

BY-LAW 2

SIGNING AUTHORITY

The treasurer may sign cheques on behalf of the Club up to and including \$200.00**. Cheques over this amount must be signed by any two of the Club officers: President, Vice-President, Treasurer and approved by a majority of the Executive.*

BY-LAW 3

PAYMENT OF MEMBERSHIP FEES

Membership fees may be paid at any general meeting, or by mail, or on line from our website to the membership coordinator. Membership fees become due at the September general meeting. New memberships taken out at or after the April general meeting will be valid for the following year.**

BY-LAW 4

DUTIES OF THE OFFICERS ***

ELECTED POSITIONS

President

Participate in all general and executive meetings.
Set the agenda for, and / chair the general & executive Meetings.

Is an Ad Hoc member of all committees, except the nominating committee.

Overall responsibility for the operation of the Club.

Is the external representation of the Club.

Write and/or sign letters on behalf of the club.

Attend meetings on behalf of club (or designate someone else).

Ensure that others are doing their duties.

Ensure that duties of "open" positions are done.

Write President's page for newsletter.

Write / sign thank-you notes on behalf of the club.

Vice President

Participate in all executive and general meetings.
Fill in for the President as necessary.
Assist the President with his/her duties.

Past President

Attend executive meetings
Assist the president in the understanding of and running of the club.
Chair the nominating committee
Propose a new slate of officers ninety(90)days prior to the AGM and announce it at the February indoor meeting.
Present the proposed slate of officers at the AGM.

Secretary

Participate in all general and executive meetings
Record executive and general meeting minutes
Be responsible for the Club correspondence.
Be custodian of club correspondence
Distribute previous meeting minutes to the Executive at least 1 to 2 weeks prior to the upcoming executive meeting with notice of date, time, and place.
A copy of the minutes should go to each person on this list.
Pick up the mail weekly.
Distribute the mail to the appropriate individuals.
Bring and lay out information brochures, etc. at meetings.
Announce "interesting" information from mail.
Write short notes for the newsletter on issues the general membership should be aware of or might be interested in.
Re-order letterhead and envelopes as necessary

Treasurer

Participate in all general and executive meetings
Responsible for the Club's finances:

- Receives and accounts for all income and deposits the club's funds in the appropriate account.
- Pays all of the approved expenses.

To prepare an annual financial review
To give treasurer's report at the Annual General Meeting.
To give financial reports to the executive as necessary
To do the club's banking:
Deposit funds from memberships, sales, special events, etc.
Issue cheques as necessary
To keep a bank reconciliation
To send annual reports to Revenue Canada & the Attorney General.
To keep the books and retain all bank statements, invoices, receipts as may be required by an auditor.
To obtain signatures of club representatives for signing on bank accounts.

Prepare and send out bills to advertisers (Advise newsletter people if advertisers are paid up or not.)
To issue receipts, charitable or otherwise
Advise president to write thank-you notes as needed.

***** Guidelines*****

Elected individuals should only hold one of the nine appointed positions in addition to his/her elected position.

Appointed individuals may hold two positions but our preference is to involve as many people as possible.

All committee chairs should copy any external correspondence to the President and Secretary, and if warranted, to the entire executive.

APPOINTED POSITIONS

BY-LAW 6

Any appointed position below may create a committee of volunteers to assist them in carrying out their duties.

Membership Chair

Participate in all general and executive meetings.
Register new members & renewal memberships at meetings, via the mail, online through the Club's website, and from the recent newsletter.
Maintain an up-to-date list of current and past members' membership class, e-mail addresses, addresses, phone numbers, membership status, the date they first joined, the date they last renewed their membership and expiry date of their membership.
Maintain a count of each membership category, and the total # number of members.
Provide a mailing list of those who have requested a mailed paper copy of the newsletter, to the newsletter coordinator for mailings.
Maintain an e-mail address book of members for mailing reminders and notices.
Provide the newsletter coordinator with names of new members for the welcome section.
Prepare and maintain name badges.
Send reminder letter in December to members who have not renewed their membership
Receive and store a copy of the relevant information about the Young Naturalists (NATS) and their parents from the Young Naturalist Coordinator.
Receive and store a copy of the relevant Naturalist in Training (NITS) information from the Naturalists In training Coordinator.

Newsletter Chair

Attend executive meetings
Produce a newsletter every two months except July/August

Oversee the production of all aspects of the club's newsletter
Edit articles received
Keep size of newsletter to 10 pages (five sheets) or as required for lowest postage rate.
Include in newsletter: front cover artwork, President's message, upcoming indoor and outdoor programs, Bird Wing hikes, indoor meetings, other activities, Young Naturalist and Naturalist in Training reports, and any other reports. Solicit new articles, write articles, and acquire filler articles from suitable sources (citing origin and author).
Run membership renewal form in Sep/Oct and Nov/Dec issues.
Run Financial Report in Sep/Oct or Nov/Dec issue.
Run Dec Potluck Supper information in Nov/Dec issue.
Run Notice of Last Newsletter if Membership Not Renewed in Jan/Feb issue.
Run Notice of AGM in Mar/Apr issue.
Run Club Picnic information in May/June issue.
Insert regular paid adverts.
Check with treasurer to ensure these advertisers are paid up in September for the year ahead.
Insert members' free personal nature related ads when requested.
Ensure all links in online (PDF) version of the newsletter are live and correct.
Find how many mailed copies from Membership Coordinator and get these printed as well as 6 per library branch, 10 spares for general meetings, 14 for library backpacks, 6 for TD Downtown branch, 3 for Planet Bean, and 10 for Wild Birds Unlimited, or as decided for current advertisers.
Post mailed newsletters to arrive at least one week before next general meeting.
Send PDF file of newsletter to Website Manager.
Send front cover artwork of newsletter to Website Manager.
Send text of indoor programs, outdoor programs, and Bird Wing activities to Website Manager, or post these directly.
Back up files electronically.
Keep printed copy of each newsletter for the Archives.

Education Chair

Participate in all general and executive meetings.
Responsible for the Young Naturalists program, the Naturalists In Training program, and the Bird Wing program. Each of these programs should have a separate chair person.

Indoor Program Chair

Participate in all general and executive meetings
Arrange for speakers up to 1 year in advance
Book the meeting venue for the monthly General Meetings and AGM.
Arrange someone to thank and introduce the speaker.
Arrange the cheque or gift for the speaker
Arrange the "plaque", (artwork is from Stephen Lewis at present.)

Provide the newsletter editor with the program and write-ups for programs
Write Thank you letters on behalf of club, signed by president.

Outdoor Programs Chair

Participate in all general and executive meetings.
Responsible for the outdoor programs.
Announce upcoming outings at general meetings
Arrange for leaders of hikes up to 2 - 4 months in advance
Provide newsletter editor with list and write-ups for programs
Arrange for monthly publicity poster.

Conservation Projects Chair

Set agenda/chair all conservation committee meetings
Report on activities to executive meetings
Organize new conservation projects.
Announce conservation projects at general meetings.
Arrange/organize volunteers for club projects.
Liase with environment committee chair.

Environment Committee Chair

Set agenda/chair all environment committee meetings
Report on activities to executive meetings.
Organize involvement in environmental concern areas
Announce at the general meetings what the club is involved in
Liase with conservation committee chair.

Ontario Nature (ON) Representative

Attend ON council meetings and report back to the club.
Represent the club's interests at the provincial level
Attend executive and general meetings

Publicity Chair

Attend executive meetings
Responsible for the Club publicity
Contact local media about upcoming programs
Assist with brochure development
Help distribute our brochures and newsletter
Arrange for the GFN display to be put up at local events
Assist the education coordinator

Facilities Chair

Book the Arboretum for the second Thursday every month except for June (Organize BBQ), July and August (No meetings); for December, book and organize the potluck & speakers.
Ensure that facilities are open and closed at required times, coordinate with the President.
Ensure that speakers' audio/video needs are met.
Provide refreshments and snacks at general meetings.
Assist indoor coordinator with potluck dinner and BBQ.

Social Media and Website Chair

Volunteer Chair

BY-LAW 7

TERM OF OFFICE

The maximum number of terms an elected member of the Executive may serve consecutively in the same office shall be three.

Amended and reprinted June 25, 1981

* Amended June 1983

** Amended June 1993

***Amended March 2014 - Bylaws